

AKIN GUMP STRAUSS HAUER & FELD LLP

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*Counsel to the Official Committee of
Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : Chapter 11
: :
SEARS HOLDINGS CORPORATION, *et al.*, : Case No. 18-23538 (RDD)
: :
Debtors.¹ : (Jointly Administered)
: :
-----X

**NINTH MONTHLY FEE STATEMENT OF AKIN GUMP STRAUSS HAUER & FELD
LLP FOR PROFESSIONAL SERVICES RENDERED AND DISBURSEMENTS
INCURRED AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR THE PERIOD OF JUNE 1, 2019 THROUGH JUNE 30, 2019**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); SHC Licensed Business LLC (3718); SHC Promotions LLC (9626); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179

Name of Applicant:	Akin Gump Strauss Hauer & Feld LLP
Authorized to Provide Professional Services To:	The Official Committee of Unsecured Creditors of Sears Holdings Corporation, <i>et al.</i>
Date of Retention:	December 10, 2018 <i>nunc pro tunc</i> to October 24, 2018
Period for Which Compensation and Reimbursement Is Sought:	June 1, 2019 through June 30, 2019
Monthly Fees Incurred:	\$1,322,441.00
20% Holdback:	\$264,488.20
Total Compensation Less 20% Holdback:	\$1,057,952.80
Monthly Expenses Incurred:	\$30,640.02
Total Fees and Expenses Requested:	\$1,088,592.82

This is a x monthly interim final application

Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”), counsel to the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of Sears Holdings Corporation and its affiliated debtors and debtors in possession (collectively, the “Debtors”), hereby submits this statement of fees and disbursements (the “Ninth Monthly Fee Statement”) covering the period from June 1, 2019 through and including June 30, 2019 (the “Compensation Period”) in accordance with the *Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “Interim Compensation Order”) [ECF No. 796]. By the Ninth Monthly Fee Statement, and after taking into account certain voluntary discounts and reductions,² Akin Gump requests (a) interim allowance and payment of

² The total amount sought for fees and expenses (\$1,353,081.02) reflects voluntary reductions for the Compensation Period of \$71,905.00 in fees and \$5,755.18 in expenses.

compensation in the amount of \$1,057,952.80 (80% of \$1,322,441.00) for fees on account of reasonable and necessary professional services rendered to the Creditors' Committee by Akin Gump and (b) reimbursement of actual and necessary costs and expenses in the amount of \$30,640.02 incurred by Akin Gump during the Compensation Period.

**FEES FOR SERVICES RENDERED
DURING THE COMPENSATION PERIOD**

Exhibit A sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Akin Gump professional and paraprofessional who provided services to the Creditors' Committee during the Compensation Period. The rates charged by Akin Gump for services rendered to the Creditors' Committee are the same rates that Akin Gump charges generally for professional services rendered to its non-bankruptcy clients.

Exhibit B sets forth a task code summary that includes the aggregate hours per task code spent by Akin Gump professionals and paraprofessionals in rendering services to the Creditors' Committee during the Compensation Period.

Exhibit C sets forth a complete itemization of tasks performed by Akin Gump professionals and paraprofessionals who provided services to the Creditors' Committee during the Compensation Period.

**EXPENSES INCURRED
DURING THE COMPENSATION PERIOD**

Exhibit D sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by Akin Gump in connection with services rendered to the Creditors' Committee during the Compensation Period.

Exhibit E sets forth a complete itemization of disbursements incurred by Akin Gump in connection with services rendered to the Creditors' Committee during the Compensation Period.

NOTICE AND OBJECTION PROCEDURES

Notice of this Ninth Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attention: Mohsin Y. Meghji (email: mmeghji@miiipartners.com); (ii) counsel to the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attention: Ray C. Schrock (email: ray.schrock@weil.com), Jacqueline Marcus (email: jacqueline.marcus@weil.com), Garrett A. Fail (email: garrett.fail@weil.com), and Sunny Singh (email: sunny.singh@weil.com); (iii) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 10014, Attention: Paul Schwartzberg (e-mail: paul.schwartzberg@usdoj.gov) and Richard Morrissey (e-mail: richard.morrissey@usdoj.gov); (iv) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake (email: paul.leake@skadden.com), Shana A. Elberg (email: shana.elberg@skadden.com) and George R. Howard (email: george.howard@skadden.com); (v) Paul E. Harner, fee examiner, 1675 Broadway, New York, NY 10019 (e-mail: harnerp@ballardspahr.com); and (vi) counsel to the fee examiner, Ballard Spahr LLP, 1675 Broadway, New York, NY 10019, Attention: Vincent J. Marriott (e-mail: marriott@ballardspahr.com) and Tobey M. Daluz (e-mail: daluzt@ballardspahr.com) (collectively, the "Notice Parties").

Objections to this Ninth Monthly Fee Statement, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than **August 29, 2019** (the

“Objection Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue (an “Objection”).

If no objections to this Ninth Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an objection to this Ninth Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of this Ninth Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be held by the Court.

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Dated: New York, New York
August 14, 2019

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Ira S. Dizengoff

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*Counsel to the Official Committee of
Unsecured Creditors of Sears Holdings
Corporation, et al.*

Exhibit A

Timekeeper Summary

PARTNERS	DEPARTMENT	YEAR OF BAR ADMISSION	RATE (\$)	HOURS	AMOUNT (\$)
Ira Dizengoff	Financial Restructuring	1993	1,550.00	42.40	65,720.00
Philip Dublin	Financial Restructuring	1999	1,475.00	89.00	131,275.00
Abid Qureshi	Financial Restructuring	1995	1,475.00	12.10	17,847.50
Lauren Leyden	Labor	2006	1,200.00	5.10	6,120.00
Lacy Lawrence	Litigation	2006	1,020.00	56.80	57,936.00
Joseph Sorkin	Litigation	2008	1,120.00	60.00	67,200.00
Total Partner				265.40	346,098.50
SENIOR COUNSEL & COUNSEL	DEPARTMENT	YEAR OF BAR ADMISSION	RATE (\$)	HOURS	AMOUNT (\$)
Sara Brauner	Financial Restructuring	2011	1,125.00	202.60	227,925.00
Katherine Demander	Litigation	2013	805.00	5.50	4,427.50
Dean Chapman	Litigation	2009	980.00	119.50	117,110.00
Roxanne Tizraves	Litigation	2009	905.00	35.10	31,765.50
Total Senior				362.70	381,228.00
ASSOCIATES	DEPARTMENT	YEAR OF BAR ADMISSION	RATE (\$)	HOURS	AMOUNT (\$)
Zachary Lanier	Financial Restructuring	2017	760.00	127.30	96,748.00
Shirin Mahkamova	Financial Restructuring	2019	560.00	96.50	54,040.00
Joseph Szydlo	Financial Restructuring	2019	560.00	92.60	51,856.00
Patrick Glackin	Litigation	2019	540.00	108.40	58,536.00
John Kane	Litigation	2016	770.00	122.30	94,171.00
Jillian Kulikowski	Litigation	2019	540.00	97.00	52,380.00
Jeff Latov	Litigation	2017	760.00	132.00	100,320.00

Daniel Park	Litigation	2017	690.00	34.70	23,943.00
Russell Collins	Practice Attorney	1998	455.00	122.90	55,919.50
Total Associates				933.70	587,913.50
STAFF ATTORNEYS PARALEGALS & LEGAL ASSISTANTS	DEPARTMENT	YEAR OF BAR ADMISSION	RATE (\$)	HOURS	AMOUNT (\$)
Sophia Levy	Financial Restructuring	N/A	235.00	17.90	4,206.50
Michael Ginsborg	Research	N/A	265.00	11.30	2,994.50
Total Legal Assistants				29.20	7,201.00
Total Hours / Fees Requested				1,591.00	1,322,441.00

ALL PROFESSIONALS	BLENDED RATE (\$)	TOTAL BILLED HOURS	TOTAL COMPENSATION (\$)
Partners and Counsel	1,157.98	628.10	727,326.50
Associates	629.66	933.70	587,913.50
Paralegals/Non-Legal Staff	244.36	29.20	7,201.00
Blended Timekeeper Rate	831.20		
Total Fees Incurred		1,591.00	1,322,441.00

Exhibit B

Task Code Summary

Task Code	Matter	Hours	Value (\$)
2	General Case Administration	13.40	9,209.50
3	Akin Gump Fee Application/Monthly Billing Reports	43.30	23,758.00
4	Analysis of Other Professional Fee Applications/Reports	1.40	1,173.50
6	Retention of Professionals	1.70	1,547.50
7	Creditor Committee Matters/Meetings (including 341 meetings)	19.20	20,343.50
8	Hearings and Court Matters/Court Preparation	31.30	20,920.50
10	DIP, Cash Collateral Usage, Adequate Protection, and Exit Financing	0.60	885.00
12	General Claims Analysis/Claims Objections	28.20	27,036.00
13	Analysis of Pre-Petition Transactions	276.90	177,296.50
15	Secured Creditors Issues/Communications/Meetings	472.70	396,255.50
16	Automatic Stay Issues	9.40	9,347.00
17	General Litigation Matters/Adversary Proceedings	3.20	2,432.00
19	Labor Issues/Employee Benefits	26.90	28,199.50
21	Exclusivity	7.40	4,693.00
22	Disclosure Statement/Solicitation/Plan/Confirmation	510.80	482,269.50
23	Asset Dispositions/363 Asset Sales	141.40	112,949.50
25	Travel Time	3.20	4,125.00
TOTAL:		1,591.00	1,322,441.00

Exhibit C

Itemized Fees

Akin Gump

Strauss Hauer & Feld LLP

SEARS CREDITORS COMMITTEE
CHIEF FINANCIAL OFFICER
SEARS HOLDING CORP.
3333 BEVERLY ROAD
HOFFMAN ESTATES, IL 60179
ATTN: ROBERT RIECKER

Invoice Number 1843516
Invoice Date 08/14/19
Client Number 700502
Matter Number 0001

Re: RESTRUCTURING

FOR PROFESSIONAL SERVICES RENDERED:

MATTER SUMMARY OF TIME BILLED BY TASK :

	<u>HOURS</u>	<u>VALUE</u>
002 Case Administration	13.40	\$9,209.50
003 Akin Gump Fee Application/Monthly Billing Reports	43.30	\$23,758.00
004 Analysis of Other Professionals Fee Applications/Reports	1.40	\$1,173.50
006 Retention of Professionals	1.70	\$1,547.50
007 Creditors Committee Matters/Meetings (including 341 Meetings)	19.20	\$20,343.50
008 Hearings and Court Matters/Court Preparation	31.30	\$20,920.50
010 DIP, Cash Collateral Usage, Adequate Protection and Exit Financing	0.60	\$885.00
012 General Claims Analysis/Claims Objections	28.20	\$27,036.00
013 Analysis of Pre-Petition Transactions	276.90	\$177,296.50
015 Secured Creditors Issues/Communications/Meetings	472.70	\$396,255.50
016 Automatic Stay Issues	9.40	\$9,347.00
017 General Litigation Matters/Adversary Proceedings	3.20	\$2,432.00
019 Labor Issues/Employee Benefits	26.90	\$28,199.50
021 Exclusivity	7.40	\$4,693.00
022 Disclosure Statement/Solicitation/Plan/Confirmation	510.80	\$482,269.50
023 Asset Dispositions/363 Asset Sales	141.40	\$112,949.50
025 Travel Time	3.20	\$4,125.00
TOTAL	1591.00	\$1,322,441.00

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/03/19	SLB	002 Review case calendar and scheduling issues.	0.60
06/04/19	ZDL	002 Revise case calendar re recent stipulated briefing schedules.	0.40
06/04/19	SM	002 Review docket and update case calendar (1.7); prepare table of upcoming deadlines (1.0); revise same based on comments from Z. Lanier (.3).	3.00
06/06/19	SM	002 Review docket and circulate new filings to FR team members (.3); update case calendar (.2).	0.50
06/07/19	SLB	002 Review updated case calendar (.6); communications with S. Mahkamova re same (.4).	1.00
06/07/19	SM	002 Circulate new filings and update case calendar (.3); communications with S. Brauner re case administration (.4).	0.70
06/10/19	SM	002 Circulate new filings to FR team (.2); update case calendar (.2).	0.40
06/12/19	SM	002 Circulate new filings to FR team and update case calendar.	0.20
06/13/19	SM	002 Review docket and circulate new filings to FR and litigation teams.	0.40
06/14/19	SM	002 Review and circulate new filings to FR team members.	0.30
06/17/19	SM	002 Update case calendar (.2); review new filings and circulate same to FR team (.2).	0.40
06/18/19	SM	002 Circulate new filings to FR team (.2); update case calendar (.1).	0.30
06/19/19	SM	002 Update case calendar (.3); circulate new filings to FR team (.2).	0.50
06/21/19	SM	002 Circulate new filings to FR team.	0.10
06/24/19	SM	002 Review and circulate new filings to FR team.	0.40
06/25/19	SM	002 Review and circulate new filings to FR team (.5); update case calendar (.2).	0.70
06/26/19	SM	002 Update case calendars.	0.40
06/27/19	SM	002 Review and circulate new filings to FR and litigation teams.	0.70
06/28/19	SLB	002 Communications with Z. Lanier and S. Mahkamova re case calendars and scheduling (.5); attention to the same (.6).	1.10
06/28/19	ZDL	002 Communications with S. Brauner and S. Mahkamova re case calendar.	0.50
06/28/19	SM	002 Update case calendar (.3); communications with S. Brauner and Z. Lanier re same (.5).	0.80
06/03/19	SLB	003 Internal communications with members of FR team re Akin invoice (.4); finalize fee statement for the same (.4).	0.80
06/03/19	ZDL	003 Review March invoice (.1); communications with S. Brauner re same (.1); draft correspondence re voluntary reductions (.2).	0.40
06/03/19	JES	003 Draft Akin fee statement for month of March (3.2); prepare materials for fee examiner (1.1); communications with S. Brauner re March invoice (.3).	4.60
06/03/19	SDL	003 Draft fee examiner workbook (3.4); file fee statement (.2); serve the same (.2).	3.80
06/06/19	SM	003 Review invoice for privilege and confidentiality.	2.80
06/06/19	JES	003 Review invoice for privilege and confidentiality.	1.60
06/07/19	SM	003 Review invoice for privilege and confidentiality.	1.40
06/11/19	SM	003 Review invoice for privilege and confidentiality.	3.10
06/11/19	JES	003 Review invoice for privilege and confidentiality.	3.60
06/12/19	SDL	003 Review invoice for confidential information.	1.30
06/14/19	ZDL	003 Review invoice for privilege and confidentiality.	0.40
06/18/19	SLB	003 Communications with Weil re fee applications and approval order (.2); internal communications with Z. Lanier re same (.3); review approval order re same (.2).	0.70
06/18/19	ZDL	003 Communications with M3 re fee statement payment (.1); communications with Weil re interim fee app order and hearing (.4); communications with S. Brauner re same (.3).	0.80
06/20/19	SM	003 Review invoice for privilege and confidentiality.	1.70

SEARS CREDITORS COMMITTEE
Bill Number: 1843516

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/20/19	JES	003 Review invoice for privilege and confidentiality.	4.20
06/21/19	SM	003 Review invoice for privilege and confidentiality.	1.00
06/21/19	JES	003 Review invoice for privilege and confidentiality.	5.40
06/24/19	SM	003 Review invoice for privilege and confidentiality.	3.40
06/24/19	JES	003 Review invoice for privilege and confidentiality.	2.00
06/27/19	SM	003 Communications with accounting re Akin invoice.	0.30
06/10/19	ZDL	004 Coordinate payment of UCC professionals' invoices.	0.30
06/18/19	SLB	004 Communications with HL and FTI re fee application order.	0.30
06/24/19	ZDL	004 Review filed fee statements.	0.80
06/04/19	SLB	006 Internal communications with Z. Lanier re preference firm retention applications (.2) and review the same (.2).	0.40
06/04/19	ZDL	006 Review preference firm retention applications (.6); communications with S. Brauner re same (.2).	0.80
06/18/19	SLB	006 Internal communications with Z. Lanier re preference firm retention and related CNOs (.2); correspondence with Weil re same (.1).	0.30
06/18/19	ZDL	006 Communications with S. Brauner re CNOs for preference firms.	0.20
06/03/19	SLB	007 Communications with creditors re status and open issues.	0.50
06/06/19	SLB	007 Communications with Committee members re upcoming Committee call and related scheduling issues.	0.40
06/06/19	SM	007 Review committee member class action suit.	0.30
06/07/19	JLS	007 Attend call with Committee re case status and strategy.	0.60
06/07/19	ISD	007 Prepare for Committee call (.4); participate on pre-call (.5) and Committee call (.6).	1.50
06/07/19	PCD	007 Participate on pre-call for Committee call (.5); participate on Committee call (.6).	1.10
06/07/19	SLB	007 Review and comment on presentation for Committee call (.5); communications with FTI re same (.3); participate on professionals' pre-call (.5) and Committee call (.6); communications with Committee members re status and open issues (.7)	2.60
06/07/19	ZDL	007 Prepare for (.3) and attend (.6) Committee call.	0.90
06/07/19	JES	007 Prepare materials for committee call.	0.60
06/10/19	SLB	007 Communications with Committee members re status and open issues.	0.80
06/10/19	ZDL	007 Call with creditor re case status.	0.30
06/11/19	SLB	007 Communications with Committee members re status and open issues.	0.40
06/13/19	SLB	007 Communications with Committee members re status and open issues.	0.70
06/13/19	ZDL	007 Draft correspondence to Committee re case status.	0.50
06/14/19	SLB	007 Multiple communications with members of the Committee re status and next steps.	0.50
06/17/19	SLB	007 Communications with members of Committee re status and open issues.	0.50
06/17/19	JES	007 Prepare materials for committee call.	0.50
06/18/19	JLS	007 Attend call with Committee re case status and tasks (partial).	0.50
06/18/19	PCD	007 Prepare for (.5) and participate on (.6) Committee call.	1.10
06/18/19	DLC	007 Participate in committee call (.6); follow-up communications re same (.1).	0.70
06/18/19	SLB	007 Prepare for (.5) and participate on (.6) Committee call; communications with creditors re status and next steps (.4).	1.50
06/18/19	ZDL	007 Prepare for (.4) and attend (.6) Committee call; communications with Committee member re case issues (.5).	1.50
06/18/19	JES	007 Communications with creditor re case updates.	0.50
06/19/19	ZDL	007 Call with Committee member re case issues and status.	0.40
06/21/19	JES	007 Communications with creditor re case status and updates.	0.30
06/17/19	SLB	008 Internal communications with Z. Lanier re upcoming hearing and preparations for the same (.2); review matters going forward at the same (.5).	0.70
06/17/19	ZDL	008 Communications with S. Brauner re June 20 hearing.	0.20
06/17/19	SDL	008 Prepare materials for upcoming hearing.	1.50
06/18/19	SLB	008 Multiple internal communications with S. Mahkamova re hearing prep	0.60

SEARS CREDITORS COMMITTEE
Bill Number: 1843516Page 4
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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		and related issues.	
06/18/19	SM	008 Review pleadings for upcoming hearing (.4); coordinate preparation of hearing binders (.6); communications with S. Brauner re same (.6).	1.60
06/18/19	SDL	008 Organize materials for hearing (4.3); communications with Chambers re same (.2).	4.50
06/19/19	SLB	008 Internal communications with S. Mahkamova re prep for hearing (.6); review materials in connection with the same (1.5); communications with FTI and HL re same (.3).	2.40
06/19/19	SM	008 Review filings and prepare hearing binders for upcoming hearings (1.2); communications with S. Brauner re same (.6).	1.80
06/19/19	SDL	008 Prepare materials for upcoming hearing (2.0); coordinate logistics for the same (.7).	2.70
06/20/19	PCD	008 Preparation for (.6) and attend court hearing (2.2).	2.80
06/20/19	SLB	008 Prepare for (1.0) and attend (2.2) hearing; review and revise summary of the same for Committee (.3).	3.50
06/20/19	ZDL	008 Attend hearing telephonically (partial) (1.8); draft summary of same (.5).	2.30
06/26/19	SM	008 Prepare materials for 6/27 hearing.	1.00
06/26/19	SDL	008 Prepare hearing materials (.3); coordinate logistics for the same (.2).	0.50
06/28/19	SM	008 Review filings and coordinate preparation of hearing books.	2.90
06/28/19	SDL	008 Prepare materials for upcoming hearing.	2.30
06/06/19	PCD	010 Review cash collateral stipulation.	0.30
06/07/19	PCD	010 Communications re cash collateral stipulation.	0.30
06/03/19	PCD	012 Analyze open issues re 503(b)(9) claims.	0.20
06/06/19	SDL	012 Compile proof of claim documents.	0.50
06/10/19	ISD	012 Review open issues re 503(b)(9) claims.	0.50
06/10/19	AQ	012 Communications with Canadian counsel re claims settlement negotiations.	0.50
06/11/19	ISD	012 Review issues re Sears Canada claims settlement.	0.70
06/11/19	AQ	012 Communications with Canadian litigation trustee counsel re Canadian claims litigation and related settlement discussions.	0.50
06/11/19	JAL	012 Prepare analysis re open claims issues (4.1); conduct research re same (2.2).	6.30
06/12/19	JAL	012 Revise claims analysis.	3.20
06/13/19	JAL	012 Draft claims analysis (3.3); conduct research re same (2.4).	5.70
06/17/19	PCD	012 Review documents re Canadian litigation issues.	0.10
06/18/19	AQ	012 Review correspondence re Canadian claims issues and related settlement negotiations (.2); communications with S. Brauner re same (.3).	0.50
06/18/19	SLB	012 Communications with A. Qureshi re Canadian proceedings and related issues.	0.30
06/19/19	AQ	012 Correspond with Canadian counsel re Canadian claims litigation.	0.20
06/20/19	AQ	012 Participate on call with Canadian counsel re Canadian litigation.	1.00
06/20/19	DLC	012 Participate on call with Canadian counsel re Sears Canada issues (partial).	0.70
06/20/19	SLB	012 Participate on call with parties in interest re Canadian proceedings.	1.00
06/24/19	AQ	012 Review and analyze draft Canadian pleadings re motion to strike claims (.6); correspondence with Canadian counsel to Debtors re same (.2).	0.80
06/24/19	ZDL	012 Review motion re preference settlement procedures (.4); communications with Weil re same (.3); review precedent re same (1.3).	2.00
06/25/19	PCD	012 Review and analyze materials re preference issues (1.4); review communications re same (.5).	1.90
06/25/19	ZDL	012 Review draft preference settlement motion and compile comments.	1.30
06/26/19	AQ	012 Review and analyze correspondence from Canadian counsel regarding SHC issues in Canadian litigation.	0.30
06/03/19	JLS	013 Meet with members of litigation team re amendments to complaint.	0.50
06/03/19	AQ	013 Review and respond to correspondence re amended complaint.	0.40
06/03/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	7.10

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/03/19	DLC	013 Meet with litigation team members re standing motion/complaint (.5); review underlying documents and prepare memorandum re same (1.8).	2.30
06/03/19	KGD	013 Attend meeting with members of litigation team re status of proposed complaint and standing motion.	0.50
06/03/19	JRK	013 Attend meeting with members of the litigation team re complaint (.5); draft glossary of terms used in the draft complaint (1.0); revise draft chart summarizing claims to be included in the amended complaint (1.0).	2.50
06/03/19	PJG	013 Prepare for (.1) and attend (.5) meeting with litigation team members re complaint and standing motion.	0.60
06/04/19	JLS	013 Analyze issues re amended complaint (.8); review and revise draft proposed complaint (.5).	1.30
06/04/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation (5.9); create searches in connection with same (1.3).	7.20
06/04/19	DLC	013 Communications with litigation team members re document review and complaint (.7); review hot doc memo (.9); review and comment on amended complaint (.8).	2.40
06/04/19	RT	013 Review updated complaint (.3); correspondence with members of litigation team re same (.3).	0.60
06/04/19	KGD	013 Review proposed revisions to complaint and standing motion.	0.20
06/04/19	JRK	013 Revise amended complaint (4.2); revise chart summarizing amended complaint and circulate to members of the litigation team (1.0); communications with members of the litigation team re complaint and discovery (.7).	5.90
06/04/19	PJG	013 Review documents in connection with amended complaint.	2.10
06/05/19	JLS	013 Review and revise proposed amended complaint (.7); review draft rule 26(f) discovery letter (.3).	1.00
06/05/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation (2.5); create searches and search for documents in connection with same (3.4).	5.90
06/05/19	DLC	013 Review hot docs (.5); review draft 26(f) report and provide comments to same (.5).	1.00
06/05/19	KGD	013 Correspond with J. Kulikowski re proposed complaint.	0.30
06/05/19	JRK	013 Revise amended complaint (5.1); correspond with K. Demander re same (.3).	5.40
06/05/19	PJG	013 Review recent discovery documents in connection with investigation.	1.80
06/06/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation (5.1); create searches and search for documents in connection with same (1.5).	6.60
06/06/19	DLC	013 Analyze open issues re document review.	0.50
06/06/19	JRK	013 Review electronic discovery documents related to prepetition transactions.	1.50
06/06/19	PJG	013 Review documents concerning recent related-party loans.	1.30
06/07/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	5.60
06/08/19	JLS	013 Analyze open issues re amended complaint and strategy.	0.50
06/09/19	JLS	013 Review proposed amended complaint and related correspondence.	1.00
06/09/19	AQ	013 Review and analyze PW amended complaint.	0.80
06/09/19	DLC	013 Review and circulate PW proposed amended complaint.	0.40
06/09/19	RT	013 Review correspondence re PW proposed amended complaint and investigation next steps (.3); review updated redline of amended complaint (.7).	1.00
06/09/19	JRK	013 Review redline of complaint (.8); draft chart and summary highlighting accepted and rejected revisions (3.2).	4.00
06/10/19	JLS	013 Meet with litigation team members re amended complaint.	1.00
06/10/19	AQ	013 Review PW amended complaint (.2); confer with P. Dublin re same (.1).	0.30
06/10/19	PCD	013 Confer with A. Qureshi re PW complaint.	0.10

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/10/19	DLC	013 Review PW amended complaint (1.8); communications with FTI re same (.7); participate in team meeting re same (1.0).	3.50
06/10/19	RT	013 Review redline and updated complaint (1.8); comment on the same (.9); attend meeting with members of litigation team re same (1.0).	3.70
06/10/19	KGD	013 Attend meeting with litigation team members re complaint.	1.00
06/10/19	JRK	013 Attend meeting with members of the litigation team re amended complaint (1.0); review APA in connection with amendments to complaint (1.4); revise amended complaint (2.2).	4.60
06/10/19	PJG	013 Review proposed protective order in connection with complaint (.3); confer with the litigation team members re complaint (1.0).	1.30
06/11/19	JLS	013 Review and revise proposed amendments to complaint (1.9); meet with litigation team members re same (1.4).	3.30
06/11/19	PCD	013 Review and respond to correspondence re complaint revisions and status.	0.20
06/11/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	5.10
06/11/19	DLC	013 Meet with members of litigation team to discuss complaint (1.4); review and revise complaint (.9); review rule 26 report (.4).	2.70
06/11/19	RT	013 Telephonically attend meeting with members of litigation team re draft complaint (1.4); review various updates to draft complaint (2.3).	3.70
06/11/19	ZDL	013 Conduct research re causes of action asserted in draft complaint.	0.90
06/11/19	JRK	013 Conduct fact research in connection with amended complaint (1.4); revise complaint and summary chart (2.0); attend meeting with members of the litigation team re same (1.4).	4.80
06/11/19	PJG	013 Attend meeting with litigation team members re complaint and standing motion (1.4); draft complaint summary chart (2.7); review revisions to amended complaint (.7).	4.80
06/12/19	JLS	013 Review and analyze summary and proposed amendments to complaint (.6); review and respond to correspondence re pretrial conference (.2); review draft rule 26 statement (.3).	1.10
06/12/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	3.60
06/12/19	DLC	013 Review and comment on multiple drafts of chart summarizing amendments to complaint (3.4); communications with litigation team members re same (.6); circulate updated version to FR team members (.2).	4.20
06/12/19	RT	013 Communications with J. Kulikowski re draft complaint (.6); analyze issues re same (.7).	1.30
06/12/19	LML	013 Review background materials re amended complaint.	0.30
06/12/19	JRK	013 Revise summary chart in connection with the amended complaint (3.5); correspondence with R. Tizraveshe re complaint (.6).	4.10
06/12/19	PJG	013 Revise summary chart re amendments to complaint (1.8); revise section of amended complaint (.9).	2.70
06/13/19	JLS	013 Review and respond to correspondence re revisions to complaint (.7); review correspondence re Rule 26(f) report (.3).	1.00
06/13/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	3.40
06/13/19	DLC	013 Review revisions to Rule 26(f) report (.4); review amended complaint and summary chart re same (.8); communications with R. Tizraveshe re same (.6); finalize complaint and circulate to PW (.5).	2.30
06/13/19	RT	013 Correspondence with D. Chapman re draft complaint and strategy re causes of action (.6); review various updates to draft complaint (.3).	0.90
06/13/19	ZDL	013 Review 26(f) report.	0.90
06/13/19	KGD	013 Conduct research re issues in connection with proposed complaint.	0.30
06/13/19	JRK	013 Review and revise amended complaint (2.0); revise summary chart in connection with same (1.5).	3.50
06/14/19	RJC	013 Conduct first level review of electronic discovery documents related to	5.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		the investigation (5.7); confer with D. Chapman re same (.2).	
06/14/19	DLC	013 Review glossary of terms for complaint (.2); confer with R. Collins re document review (.2); review hot documents re same (.7).	1.10
06/14/19	LML	013 Review and analyze complaint, proposed amendments and related materials.	0.80
06/14/19	JRK	013 Review glossary of terms in connection with amended complaint and circulate same to members of the litigation team.	1.20
06/17/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	6.10
06/17/19	DLC	013 Review hot docs and communications with FTI re same.	0.50
06/17/19	KGD	013 Analyze open issues in connection with complaint.	0.60
06/18/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation (5.9); confer with D. Chapman re discovery documents (.6).	6.50
06/18/19	DLC	013 Review amended complaint and comment on same (1.2); review outline of investigation memo (.8); prepare for (.3) and participate in (.5) call with FTI re documents in connection with complaint; confer with R. Collins re same (.6).	3.40
06/18/19	LML	013 Review and analyze background materials re complaint (.8); revise outline for discovery Plan and initial case strategy (1.1).	1.90
06/18/19	KGD	013 Revise summary of issues in connection with pending and potential litigation.	1.30
06/19/19	JLS	013 Review and analyze claims in connection with complaint (.4); review and respond to correspondence re status conference (.2).	0.60
06/19/19	AQ	013 Multiple communications re amended complaint and related strategy.	0.60
06/19/19	RJC	013 Attend call with litigation team members re pending tasks in connection with complaint (.5); conduct first level review of electronic discovery documents related to the investigation (6.2).	6.70
06/19/19	DLC	013 Participate in call with members of litigation team to discuss workstreams in connection with complaint (.5); follow-up communications re same (.7).	1.20
06/19/19	RT	013 Attend call with litigation team members re complaint (.5); follow-up communications re same (.3).	0.80
06/19/19	LML	013 Review and analyze potential claims and strategy for pending litigation.	0.80
06/19/19	JRK	013 Draft correspondence to members of the litigation team re outstanding discovery documents (.4); correspondence with electronic discovery vendor re the same (.3).	0.70
06/20/19	JLS	013 Participate on call with counsel to restructuring subcommittee re complaint (.5); review and respond to internal correspondence re strategy in connection with same (.3).	0.80
06/20/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation (7.5); confer with D. Chapman re same (.3).	7.80
06/20/19	DLC	013 Participate in call with Paul Weiss re complaint and experts (.5); participate in meet-and-confer (.3); review hot docs (.5); confer with R. Collins re same (.3).	1.60
06/20/19	LML	013 Continue to revise discovery Plan for pending complaint.	0.80
06/20/19	KGD	013 Analyze open issues and tasks in connection with complaint.	1.30
06/21/19	JLS	013 Prepare for (.9) and participate in (.5) call with counsel to restructuring subcommittee re strategy in connection with complaint against ESL and others; review and analyze complaint and proposed amendments (.4).	1.80
06/21/19	AQ	013 Attend call with counsel to RSC re proposed amended complaint (.5); communications with UCC professionals re Sears' experts (.2).	0.70
06/21/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	8.20
06/21/19	RT	013 Review issues re document productions from Restructuring Subcommittee (.2); correspondence with E-Discovery re document productions (.2); review chart of documents collected by Restructuring	0.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/24/19	RJC	013 Subcommittee (.2). Conduct first level review of electronic discovery documents related to the investigation (5.9); compile documents for prepetition transactions binder (1.7).	7.60
06/24/19	DLC	013 Multiple communications with FTI re complaint.	0.80
06/24/19	JRK	013 Conduct review of electronic discovery documents.	2.30
06/25/19	RJC	013 Prepare binder of prepetition transaction documents for attorney review (5.5); conduct first level review of electronic discovery documents related to the investigation (1.4).	6.90
06/25/19	JRK	013 Conduct review of electronic discovery documents (5.1); draft summary chart re the same (.9).	6.00
06/26/19	JLS	013 Participate in call with counsel to restructuring subcommittee re case strategy in connection with complaint (.2); participate in call with counsel to defendants re deadlines and case status (.5); review and respond to correspondence re same (.3).	1.00
06/26/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	6.10
06/26/19	DLC	013 Prepare for (.2) and participate in (.5) call with defendants' counsel re case status.	0.70
06/26/19	JRK	013 Conduct review of electronic discovery documents (2.5); draft summary chart regarding the same (.5).	3.00
06/27/19	JLS	013 Review and respond to correspondence re scheduling issues in connection with complaint.	0.20
06/27/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	6.10
06/27/19	DLC	013 Review correspondence re Rule 26(f) conference.	0.80
06/27/19	JRK	013 Draft correspondence re review of electronic discovery documents (.5); conduct research re provisional remedies in connection with complaint (5.1).	5.60
06/27/19	MHG	013 Conduct research re provisional remedies against defendants named in complaint.	4.10
06/28/19	JLS	013 Review draft correspondence to court re pre-trial conference in connection with complaint.	0.20
06/28/19	RJC	013 Conduct first level review of electronic discovery documents related to the investigation.	2.90
06/28/19	DLC	013 Outline key considerations for prosecution of complaint (1.6); confer with J. Kulikowski re remedies (.8).	2.40
06/28/19	LML	013 Review and analyze complaint and proposed revisions to same.	1.80
06/28/19	JRK	013 Confer with D. Chapman to discuss research related to remedies (.8); conduct research and draft summary re the same (2.8).	3.60
06/29/19	LML	013 Analyze issues re remedies in connection with complaint.	0.70
06/29/19	JRK	013 Conduct research related to remedies.	1.20
06/30/19	PCD	013 Review and analyze open issues re complaint.	0.90
06/30/19	DLC	013 Analyze open issues in connection with prosecution of complaint.	3.00
06/30/19	LML	013 Review and analyze Rule 26(f) Report in connection with complaint (.3); review and analyze strategy in connection with same (.8); review and analyze recent case law regarding certain claims (.8).	1.90
06/05/19	MHG	015 Conduct research re 507(b) issues.	2.90
06/10/19	ISD	015 Review open issues re 507(b) dispute.	0.40
06/10/19	ZDL	015 Research re prepetition secured facilities.	0.40
06/10/19	MHG	015 Conduct research in connection with Second Lien Parties' 507(b) claims.	1.40
06/11/19	PCD	015 Review filed statement re 507(b) claims.	0.10
06/18/19	SLB	015 Review 507(b) filings by Second Lien Parties.	1.20
06/18/19	JAL	015 Review materials re 507(b) dispute.	2.20
06/18/19	ZDL	015 Begin review of 2L pleadings re 507(b)/506(c).	0.50
06/19/19	JLS	015 Confer with members of FR and litigation team re 507(b) pleadings and case strategy (1.0); call with counsel to Debtors re 507(b) response (.5);	3.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		review and analyze pleadings re 507(b) dispute (1.5).	
06/19/19	ISD	015 Review 507(b) issues (1.1); review 506(c) issues (.9).	2.00
06/19/19	PCD	015 Review 507(b) filings (3.8); confer with FR and litigation team members re same (1.0); confer with S. Brauner re same (.3).	5.10
06/19/19	DLC	015 Participate in call with Weil re 507(b) issues (.5); review 507(b) background materials (1.0); communications with Committee re same (.6).	2.10
06/19/19	SLB	015 Communications with P. Dublin re 507(b) issues (.3); internal meeting with members of litigation and FR teams re same (1.0); analyze issues re same (.8); internal communications re open research issues in connection with same (.4); continue to review Second Lien Parties' filings in connection with the same (1.7); review and revise summary of 507(b) issues for Committee (1.5).	5.70
06/19/19	LML	015 Review and analyze Debtors' motion to estimate 507(b) claims and related background materials (2.6); review and analyze key cases in connection with same (1.5); confer with D. Park re same (.2).	4.30
06/19/19	JAL	015 Review and circulate materials re 507(b) dispute (3.9); conduct research in connection with same (3.5); attend meeting with litigation and FR team members re same (1.0); attend call with Weil re same (.5).	8.90
06/19/19	ZDL	015 Review Wilmington Trust, Cyrus and ESL memoranda and common memorandum in support of 507(b) claims and 506(c) opposition (2.9); analyze expert reports re same (2.2); draft summary for Committee of same (2.7); review hearing transcripts and case law in connection with same (2.2).	10.00
06/19/19	DP	015 Confer with L. Lawrence re 507(b) Estimation Motion (.2); analyze 507(b) pleadings (1.1).	1.30
06/19/19	JRK	015 Attend meeting with members of the litigation and FR teams re 507(b) issues (1.0); review filings in connection with the same (4.0); draft and circulate summary of Cyrus' filings to members of the litigation team (1.0).	6.00
06/19/19	PJG	015 Attend meeting with members of litigation and FR teams re 507(b) claims (1.0); prepare 507(b) filings for printing (.3); review 507(b) filings and related case law and draft memorandum re the same (3.6); call with counsel for Debtors regarding 507(b) claims (.5).	5.40
06/19/19	SM	015 Review memoranda of law and related filings filed by second lien parties re 507(b) claims.	2.30
06/20/19	JLS	015 Review and respond to correspondence re 507(b) disputes (.7); review and analyze filings in connection with 507(b) dispute (1.3); analyze claims and deposition testimony in connection with same (.6).	2.60
06/20/19	DLC	015 Review 507(b) background materials (4.5); confer with FTI re 507(b) issues (.8); prepare for meeting with Weil (.5).	5.80
06/20/19	SLB	015 Analyze issues re 507(b) claims.	1.60
06/20/19	LML	015 Continue to review and analyze 507(b) pleadings and case law (4.2); prepare outline for brief in support of Debtors' 507(b) response (1.4); confer with D. Park re legal issues in connection with same (.6).	6.20
06/20/19	JAL	015 Draft outline of 507(b) response (10.1); conduct research re same (3.8).	13.90
06/20/19	ZDL	015 Review pleadings filed by Debtors in connection with responding to ESL 507(b) claim (.9); conduct research re same (.5).	1.40
06/20/19	DP	015 Analyze pleadings and research memoranda in connection with 507(b) issues (1.4); confer with L. Lawrence re same (.6).	2.00
06/20/19	PJG	015 Conduct research re 506(c) and 507(b) issues (3.8); draft insert for outline re same (2.3).	6.10
06/20/19	SM	015 Review and analyze documents in connection with the Second Lien Parties' 507(b) claims.	6.10
06/21/19	JLS	015 Review correspondence re response to 507(b) briefing (.6); prepare for (.9) and meet with (1.1) Committee advisors re 507(b) briefing, reports and response; analyze issues re same (1.0); review and respond to	4.90

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		correspondence re same (.8); call with counsel to Debtors re same (.5).	
06/21/19	PCD	015 Participate in meeting with HL and FTI re 507(b) issues.	1.10
06/21/19	DLC	015 Participate in call with restructuring committee re 507(b) experts (1.3); follow-up communications with FR and litigation team members re same (.3); review materials re 507(b) dispute (2.0); attend meeting with HL and FTI re same (1.1); draft summary memorandum re same (2.5); attend call with Weil re same (.5).	7.70
06/21/19	SLB	015 Meet with UCC professionals re 507(b) issues (1.1); attend call with Weil re same (.5); analyze issues re same (1.6).	3.20
06/21/19	LML	015 Review and revise outline of 507(b) brief (1.1); review and analyze expert summary materials prepared by FTI in connection with same (3.5); telephonically attend meeting with Houlihan and FTI re same (1.1); attend call with counsel for Debtors re same (.5); review and analyze correspondence re briefing schedule (.2); review and analyze compilation of facts in connection with same (.4).	6.80
06/21/19	JAL	015 Attend call with FTI and HL re 507(b) response (1.1); follow-up communications with litigation team members re same (.7); draft outline of 507(b) response (6.3).	8.10
06/21/19	DP	015 Confer with Akin, FTI and Houlihan teams re issues relating to 506(c) and 507(b) disputes (1.1); attend call with Akin and Weil teams re same (.5); follow-up communications with litigation team members re same (.4); conduct research in connection with same (2.5); revise outline of 507(b) response (.9).	5.40
06/21/19	JRK	015 Attend meeting with FTI and HL re 507(b) issues (1.1); follow-up communications with litigation team members re same (.6).	1.70
06/21/19	PJG	015 Conduct research re section 506(c) surcharges and draft outline re same (1.9); attend meeting with litigation team members and financial advisors re 507(b) claims (1.1); attend call with Debtors' counsel re same (.5); follow-up communications with members of litigation team re same (.5).	4.00
06/21/19	SM	015 Review and analyze documents in connection with the Second Lien Parties' 507(b) claims.	4.20
06/22/19	JLS	015 Review and analyze correspondence re 507(b) briefing.	0.50
06/22/19	DLC	015 Confer with FTI re 507(b) issues.	0.40
06/22/19	SLB	015 Review research in connection with 507(b) issues.	0.90
06/22/19	LML	015 Review and revise outline re 507(b) and 506(c) joinder (1.3); review and analyze case law re same (.3).	1.60
06/22/19	JAL	015 Draft outline of section for 507(b) response (4.1); conduct research re same (5.9).	10.00
06/22/19	ZDL	015 Review research re 507(b) arguments.	1.10
06/22/19	DP	015 Conduct research re section 507(b) claims (2.0); revise outline of 507(b) joinder (2.1).	4.10
06/22/19	PJG	015 Review briefs related to 507(b) claims.	1.10
06/23/19	JLS	015 Review and analyze draft outline of 507(b) response and related case law (2.0); prepare for (.4) and participate in (.5) call with litigation and FR team members re strategy and tasks in connection with 507(b) dispute; review and respond to correspondence re same (.7).	3.60
06/23/19	DLC	015 Review case law and memorandum re 507(b) disputes (1.7); review pleadings in connection with same (.7).	2.40
06/23/19	SLB	015 Attend call with members of litigation and FR teams re 507(b) dispute (.5); analyze issues re same (2.2).	2.70
06/23/19	LML	015 Attend call with litigation and FR team members re status of 507(b) and 506(c) research and briefing (.5); review background materials in connection with same (.2); prepare outline and task list for 507(b) joinder (.4).	1.10
06/23/19	JAL	015 Review revisions to 507(b) brief outline (.8); attend call with members of litigation and FR teams re same (.5).	1.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/23/19	ZDL	015 Conduct research re 507(b) issues (1.5); call with litigation and FR teams re 507(b) pleading (.5).	2.00
06/23/19	DP	015 Prepare for (.1) and attend call (.5) re outline of 507(b) joinder.	0.60
06/23/19	PJG	015 Prepare for (.5) and attend (.5) call with litigation and FR team members re 507(b) claims dispute.	1.00
06/23/19	SM	015 Review and analyze documents in connection with the Second Lien Parties' 507(b) claims.	2.40
06/24/19	JLS	015 Review and respond to correspondence re briefing and schedule in connection with 507(b) dispute.	0.50
06/24/19	DLC	015 Confer with J. Latov re 507(b) pleadings (.4); prepare for and participate in call with UCC and Debtor professionals re same (.5); correspondence with Weil re same (.4).	1.30
06/24/19	SLB	015 Review research re 507(b) issues (2.0); participate on call with Debtor and Committee professionals re same (.5); follow-up communications with members of litigation and FR teams re same (.4); prepare summary of the same (.5); review correspondence to Chambers re schedule (.2).	3.60
06/24/19	LML	015 Attend call with counsel for Debtors and various advisors re 507(b) dispute (.5); follow-up communications with litigation and FR team members re same (.4); review and revise outline for joinder brief re same (.9); continue to review and analyze expert materials in connection with same (1.1).	2.90
06/24/19	JAL	015 Communications with litigation and FR team members re 507(b) issues and related research (.9); draft joinder/response re same (6.3); conduct research re same (2.5); confer with D. Chapman re same (.4).	10.10
06/24/19	ZDL	015 Communications with members of FR and litigation teams re 507(b) issues (.4); conduct research re same (1.0).	1.40
06/24/19	DP	015 Prepare 507(b) joinder (2.5); conduct research re same (1.0); multiple internal communications with FR and litigation teams re same (.7).	4.20
06/24/19	PJG	015 Conduct research in connection with 507(b) joinder (3.9); communications with members of litigation team re same (.5).	4.40
06/25/19	JLS	015 Analyze issues re 507(b) brief and internal communications re same.	1.00
06/25/19	DLC	015 Review FTI analysis re 507(b) calculations (.5); participate in call with FTI re same (.5); update team re same (1.0); review 507(b) materials (1.3); follow-up internally re workstreams and drafting in connection with same (.5); confer with S. Brauner re 507(b) issues (.8).	4.60
06/25/19	SLB	015 Multiple internal communications with members of FR and litigation teams re 507(b) arguments and pleading (.8); analyze issues re same (2.2); confer with D. Chapman re same (.8).	3.80
06/25/19	LML	015 Review and analyze Debtors' outline for 507(b) brief (1.1); communications with members of litigation and FR teams re same (.8); review updates re expert issues in connection with same (.8); review and analyze case law re arguments in connection with same (.9); review and analyze discovery requests in connection with same (.4); revise outline for 507(b) joinder (.8).	4.80
06/25/19	JAL	015 Multiple communications with litigation and FR team members re 507(b) joinder (1.8); conduct research re same (4.9); review draft of Debtors' response re 507(b) dispute (1.0); summarize same (.7).	8.40
06/25/19	ZDL	015 Review draft reply re 507(b) claims (.9); communications with FR and litigation team members re same (.4); review research re 507(b) issues (.4); confer with S. Mahkamova re same (.3).	2.00
06/25/19	DP	015 Communications with members of litigation and FR team re 507(b) briefing schedule and strategy (1.5); draft 507(b) joinder (3.2); revise same (6.8).	11.50
06/25/19	PJG	015 Communications with litigation and FR team members re 507(b) issues and briefing schedule (.5); conduct legal research and draft brief re 507(b) claims (13.1).	13.60
06/25/19	SM	015 Conduct research in connection with secured creditor issues (7.9);	10.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		prepare summary of findings re same (1.5); confer with Z. Lanier re 507(b) issues (.3); revise summary of findings and circulate same (.7).	
06/25/19	JES	015 Conduct research re 507(b) claims.	6.60
06/26/19	JLS	015 Review and revise draft response in connection with 507(b) dispute (.8); multiple communications with litigation and FR team members re same (1.1).	1.90
06/26/19	PCD	015 Review and comment on 507(b) joinder and supplemental objection (2.6); multiple communications with FR and litigation team members re same (1.4); conduct research re same (.9); review proposed stipulated facts (.3).	5.20
06/26/19	DLC	015 Review revisions to 507(b) joinder/objection and circulate comments re same (8.6); confer with team re same (1.0); review underlying case law re same (1.0); review and comment on sealing motion (.7).	11.30
06/26/19	SLB	015 Review and revise 507(b) joinder (2.3); multiple internal communications with members of FR and litigation teams re same (1.7); analyze open issues re same (.9); communications with FTI re same (.4).	5.30
06/26/19	LML	015 Continue to review and revise joinder in connection with 506(c) and 507(b) issues (8.3); review and analyze case law re 507(b) and equitable arguments (.9); review and analyze hearing transcripts and other key documents cited in Common Memorandum of Law (.7).	9.90
06/26/19	JAL	015 Review and revise sealing materials in connection with 507(b) pleadings (1.9); draft 507(b) joinder (5.9); revise same based on comments from FR and litigation team members (4.2); communications with litigation and FR team members re same (1.4).	13.40
06/26/19	ZDL	015 Review and comment on 506(c)/507(b) joinder (1.2); conduct research in connection with same (3.2); communications with FR and litigation team members re same (.7).	5.10
06/26/19	DP	015 Revise 507(b) joinder (3.9); communications with litigation team members re same (.6).	4.50
06/26/19	PJG	015 Communications with litigation team members re 507(b) joinder (.3); draft motion to seal same (2.1); draft and revise 507(b) joinder (12.1).	14.50
06/26/19	SM	015 Conduct research in connection with secured creditor issues (5.8); prepare summary of findings re same (1.1).	6.90
06/27/19	JLS	015 Review and revise draft joinder in connection with 507(b) dispute (3.0); multiple internal communications re 507(b) issues (1.6).	4.60
06/27/19	PCD	015 Review and comment on 507(b) joinder and supplemental objection (7.4); communications with litigation and FR team members re same (1.2); review Debtors' brief (.8); analyze issues re same (.4).	9.80
06/27/19	DLC	015 Revise 507(b) joinder and draft additional sections (8.2); review expert reports and analyses in connection therewith (1.0); confer with FTI re same (1.0); review Debtors' pleadings re same (.6); confer with M-III re same (.4); review and comment on sealing motion (.8).	12.00
06/27/19	SLB	015 Revise 507(b) joinder (5.7); review research re same (.3); multiple internal communications with members of FR and lit teams re same (1.7); communications with FTI re same (.4); coordinate filing of the same (1.4); review and revise sealing motion in connection with the same (.3); review Debtors' filed opposition to 507(b) claims (.5).	10.30
06/27/19	LML	015 Review and analyze Debtors' draft brief and supporting materials regarding surcharge issues (1.3); review and revise joinder and opposition concerning 506(c) and 507(b) issues (5.4); confer with members of litigation team regarding finalizing brief and Motion to Seal (.3); review and revise Motion to Seal Joinder concerning surcharge issues (.4); analyze issues regarding confidentiality designations and redactions (.8).	8.20
06/27/19	JAL	015 Revise 507(b) joinder and review comments re same (8.9); prepare exhibits for same (2.0); revise sealing materials re same (2.1); confer with members of Akin lit team re confidentiality issues (.3); prepare	15.30

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		joinder/reply and sealing materials for filing (1.5); draft sealing email to chambers (.5).	
06/27/19	ZDL	015 Review revised 506(c)/507(b) joinder (1.1); provide comments to same (.6); multiple internal communications re same (.3); revise sealing motion and order (.4); conduct research re 507(b)/506(c) issues (2.4); assist with filing and finalization of joinder (.5).	5.30
06/27/19	DP	015 Coordinate revisions re joinder to Debtors' Rule 3012 Motion (.3); revise motion to seal (.2); finalize joinder for filing (.3); confer with Akin litigation team re filing (.3).	1.10
06/27/19	PJG	015 Draft and revise 507(b) Joinder and Supplemental Objection (10.4); prepare exhibits to 507(b) Joinder and Supplemental Objection (.7); revise motion to seal 507(b) Joinder and Supplemental Objection (2.7); confer with Litigation team members regarding the same (.3).	14.10
06/28/19	PCD	015 Review 507(b) filings (.8); communications with FR and litigation team members re same (.3).	1.10
06/28/19	DLC	015 Analyze confidentiality issues in connection with 507(b) dispute (.3); confer with FTI re depositions (.3); confer with Weil re same and follow-up internally re scheduling (.4).	1.00
06/28/19	SLB	015 Continue to review Debtors' 507(b) opposition (.6); analyze issues re the same (.9); correspondence to Committee re same (.6).	2.10
06/28/19	LML	015 Analyze issues regarding argument outline for upcoming hearing on 507(b) and 506(c) relief (.7); review and analyze Debtors' brief on 507(b) and 506(c) issues (.7); update task list for 507(b) and 506(c) briefing and discovery (.3).	1.70
06/28/19	JAL	015 Conduct research re 507(b) issues (1.8); correspond with members of litigation team re same (.4).	2.20
06/28/19	ZDL	015 Review filed version of 506(c)/507(b) joinder (.6); review other 507(b) pleadings (.7).	1.30
06/28/19	PJG	015 Draft summaries of cases cited in Joinder and Supplemental Objection.	1.70
06/28/19	SM	015 Review case law re secured creditor issues.	0.30
06/29/19	JLS	015 Prepare for and attend expert deposition in connection with 507(b) dispute.	5.00
06/29/19	PJG	015 Draft summaries of cases cited in 507(b) Joinder and Supplemental Objection.	2.00
06/30/19	PCD	015 Review Schulte transcript in connection with 507(b) dispute (1.2); correspondence re same (.2).	1.40
06/30/19	LML	015 Analyze issues regarding upcoming depositions.	0.30
06/30/19	ZDL	015 Review 507(b) deposition transcript.	0.90
06/30/19	PJG	015 Draft summaries of cases cited in briefs filed in connection with 507(b) claims.	3.10
06/03/19	SLB	016 Confer with Weil re lift stay motion filed by QBE.	0.50
06/03/19	ZDL	016 Review QBE lift stay motion (.4); conduct research in connection with same (.9).	1.30
06/04/19	SLB	016 Internal communications re QBE lift stay motion (.4); analyze issues re same (.5).	0.90
06/05/19	AQ	016 Review QBE lift stay motion.	0.20
06/05/19	PCD	016 Confer with S. Brauner re QBE lift stay motion.	0.20
06/05/19	SLB	016 Confer with P. Dublin re QBE lift stay motion (.2); analyze issues re same (.4).	0.60
06/06/19	PCD	016 Review First Data motion (.6); confer with S. Brauner re same (.3).	0.90
06/06/19	SLB	016 Confer with P. Dublin re First Data motion (.3); review correspondence re same (.2); review filed motion re same (.3).	0.80
06/07/19	PCD	016 Review First Data motion summary.	0.40
06/07/19	ZDL	016 Review motion to enforce automatic stay against First Data (.4); revise summary of same and send to Committee (.5).	0.90
06/07/19	SM	016 Review filings re Debtors' motion to enforce automatic stay against First Data (.8); prepare summary of same (1.0).	1.80

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/10/19	AQ	016 Participate on call with Canadian counsel re lift stay issue.	0.20
06/13/19	SLB	016 Communications with Weil re QBE lift stay stipulation (.3); review the same (.2).	0.50
06/24/19	ZDL	016 Review motion for relief from automatic stay.	0.20
06/08/19	ZDL	017 Review (1.1) and draft summary (.8) of adversary complaint filed by Santa Rosa Mall; review background documents re same (.4).	2.30
06/13/19	ZDL	017 Review and draft summary of Debtors' response to adversary complaint filed by Santa Rosa.	0.90
06/06/19	LHL	019 Review wages claim documents (2.0); correspondence with S. Brauner re same (.5).	2.50
06/06/19	SLB	019 Communications with L. Leyden re wages class action and related issues.	0.50
06/06/19	ZDL	019 Review and analyze PAGA claims.	1.10
06/07/19	SLB	019 Review documents re wages litigation and analyze issues re same.	0.60
06/11/19	ISD	019 Review retiree committee issues (.2); confer with P. Dublin re same (.2).	0.40
06/11/19	PCD	019 Review 1114 Retiree Committee request (.1); confer with I. Dizengoff re same (.2).	0.30
06/11/19	SLB	019 Confer with Weil re 1114 motion (.4); analyze issues in connection with the same (1.9).	2.30
06/11/19	ZDL	019 Analyze issues re appointment official committee of retired employees (.4); outline joinder to Debtors' objection to same (.1).	0.50
06/12/19	ZDL	019 Communications with J. Szydlo re joinder to Debtors' objection to 1114 motion (.2); revise same (.6).	0.80
06/12/19	JES	019 Draft joinder re objection to appointment of retirees' committee (3.4); communications with Z. Lanier re same (.2).	3.60
06/13/19	LHL	019 Review response re 1114 motion (.5); correspondence with S. Brauner re same (.2).	0.70
06/13/19	SLB	019 Communications with Weil re 1114 objection (.4); analyze open issues re same (.9); correspond with L. Leyden re same (.2).	1.50
06/13/19	ZDL	019 Review Debtors' draft objection to appointment of retiree committee.	0.80
06/14/19	ISD	019 Analyze issues re 1114 motion.	0.50
06/14/19	PCD	019 Review retiree filings (1.2); review and comment on joinder re same (.6).	1.80
06/14/19	SLB	019 Review Debtors' draft objection to 1114 motion (.5); confer with Weil re same (.2); prepare joinder to the same (1.6).	2.30
06/14/19	ZDL	019 Revise joinder to Debtors' objection to appointment of 1114 committee.	0.90
06/14/19	SDL	019 File retiree committee joinder.	0.50
06/18/19	PCD	019 Review and analyze retiree pleading.	0.60
06/18/19	LHL	019 Review reply re 1114 motion.	0.40
06/18/19	SLB	019 Review Retiree reply and analyze issues re same.	1.20
06/19/19	PCD	019 Review retiree committee pleadings.	1.10
06/25/19	LHL	019 Review and respond to correspondence re 1114 motion.	0.50
06/25/19	ZDL	019 Correspondence with ERISA team re retiree benefit issues.	0.50
06/27/19	LHL	019 Review research re retiree benefits.	1.00
06/03/19	JES	021 Conduct research re exclusivity issues.	6.80
06/07/19	PCD	021 Analyze draft exclusivity motion (.3); correspond with Weil re same (.3).	0.60
06/01/19	RT	022 Review schedule for Plan discovery.	0.10
06/03/19	JLS	022 Review revisions to Disclosure Statement and related correspondence (.4); review and draft discovery responses in connection with the Plan (1.7).	2.10
06/03/19	ISD	022 Confer with P. Dublin re confirmation process.	1.00
06/03/19	AQ	022 Review and revise discovery responses re confirmation.	0.80
06/03/19	PCD	022 Review Disclosure Statement revisions (1.1); correspond with Committee member re Committee letter (.1); confer with I. Dizengoff re confirmation (1.0); confer with S. Brauner re same (.2); review research re solicitation issues (.4); calls with creditors re Plan process (.4).	3.20

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/03/19	DLC	022 Review edits to Disclosure Statement (1.1); follow-up with Paul Weiss re same (.5).	1.60
06/03/19	RT	022 Review correspondence re revised Disclosure Statement (.1); analyze issues re draft discovery requests in connection with Plan (.7); attend meeting (telephonically) with J. Latov and P. Glackin re same (.6); correspondence with S. Brauner re same (.4).	1.80
06/03/19	SLB	022 Review revised DS and analyze issues re same (1.7); communications with FTI re same (.4); communications with Weil re same (.6); review and comment on discovery requests in connection with Plan process (2.3); internal correspondence with R. Tizraves re same (.4); prepare correspondence to Chambers re Committee letter (.6); communications with P. Dublin re confirmation process (.2).	6.20
06/03/19	JAL	022 Confer with R. Tizraves and P. Glackin re document requests in connection with Plan (.6); revise same (2.5).	3.10
06/03/19	ZDL	022 Review correspondence re Committee support letter (.5); communications with S. Brauner re same (.2); conduct research re confirmation issues (3.1); draft outline of confirmation objection (.9).	4.70
06/03/19	PJG	022 Attend call with J. Latov and R. Tizraves re document requests in connection with Plan (.6); revise document requests (2.8).	3.40
06/04/19	JLS	022 Review and edit draft discovery requests in connection with confirmation (.6); call with counsel to Debtors re confirmation discovery (.3); call with counsel to PBGC re same (.2); analyze issues re APA disputes and impact on Plan confirmation (.7); review and analyze administrative solvency tracker (.2).	2.00
06/04/19	ISD	022 Analyze confirmation issues (1.7); confer with P. Dublin re strategic options and next steps (.4).	2.10
06/04/19	PCD	022 Confer with S. Brauner re Committee letter (.2); review revisions to same (.1); confer with I. Dizengoff re Plan issues (.4).	0.70
06/04/19	DLC	022 Review and analyze admin solvency tracker (.9); review solicitation letter (.3).	1.20
06/04/19	RT	022 Review finalized discovery requests in connection with Plan.	0.50
06/04/19	SLB	022 Revise Committee solicitation letter (.8); confer with P. Dublin re same (.2); analyze latest solvency tracker (.4); confer with FTI re same (.3); revise Debtors' email to chambers re Plan and DS documents (.4); analyze open issues re Plan and DS (1.5).	3.60
06/04/19	ZDL	022 Conduct research in connection with confirmation objection (2.9); continue drafting outline for confirmation objection (2.1).	5.00
06/04/19	PJG	022 Finalize document requests to Debtors and PBGC in connection with Plan.	2.00
06/04/19	JES	022 Draft and revise memorandum re open Plan issues.	6.10
06/05/19	JLS	022 Review and revise discovery requests in connection with confirmation.	0.80
06/05/19	ISD	022 Analyze confirmation issues (2.1) and confer with P. Dublin re same (.6).	2.70
06/05/19	AQ	022 Correspond with Debtors and PBGC re Plan discovery.	0.60
06/05/19	PCD	022 Review correspondence re Disclosure Statement status (.2); confer with S. Brauner re same (.4); confer with I. Dizengoff re Plan/Disclosure Statement (.6).	1.20
06/05/19	DLC	022 Review relevant excerpts of Disclosure Statement and document requests re PBGC Plan issues.	1.60
06/05/19	RT	022 Various correspondence re Plan discovery issues (.7); review Plan related document requests (.6).	1.30
06/05/19	SLB	022 Analyze issues and case law re open issues in connection with confirmation (2.7); revise Committee solicitation letter (.6); confer with P. Dublin re DS status (.4); review correspondence from Chambers and internal communications re solicitation letter (.4); prepare talking points for Committee issues re Plan (1.5).	5.60
06/05/19	ZDL	022 Conduct research re subcon issues (2.1); conduct research re	5.70

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		confirmation objections (1.9); communications with S. Mahkamova re confirmation briefing schedule (.3); revise confirmation objection outline and list of open questions (1.1); communications with FTI re confirmation (.3).	
06/05/19	PJG	022 Revise document requests to Debtors and PBGC in connection with Plan confirmation (.2); draft 30(b)(6) notice to Debtors (1.1).	1.30
06/05/19	SM	022 Communications with Z. Lanier re confirmation briefing deadlines (.3); review documents in connection with same (.6); review materials re PBGC settlement and impact on Plan (1.4); conduct research re same (2.2).	4.50
06/05/19	JES	022 Prepare memoranda re treatment of claims under Plan (1.2); conduct research re same (.8).	2.00
06/06/19	JLS	022 Participate in call with counsel to PBGC re confirmation discovery (.5); revise discovery schedule in connection with confirmation (.4); review and respond to correspondence re discovery issues (.8).	1.70
06/06/19	ISD	022 Prepare for Chambers conference re confirmation issues (.9); participate in Chambers conference (.5); follow-up communications with members of FR team re same (1.0).	2.40
06/06/19	PCD	022 Prepare for chambers conference re letter and related issues (.7); attend chambers conference (.5); follow-up communications with members of FR team re same (.5).	1.70
06/06/19	DLC	022 Review Disclosure Statement document (2.5); draft memorandum of key issues re same (1.5); prepare for PBGC meet-and-confer (.5); participate in PBGC meet-and-confer (.5); draft proposed Plan discovery schedule and revise same (.8); review and comment on 30(b)(6) notices (1.1).	6.90
06/06/19	RT	022 Review documents and issues re Plan discovery (.5); prepare for call with PBGC re document requests (.2); attend call with PBGC re document requests (.5); correspondence with opposing counsel re Plan discovery (.4); draft proposed confirmation schedule (.2); review and revise draft 30(b)(6) notices (.7).	2.50
06/06/19	SLB	022 Prepare for (1.0) and participate in (.5) Chambers conference re Plan issues; internal follow-up communications with FR team members re same (.5); follow-up communications with Weil re same (.3); multiple communications with Committee members re same (.9).	3.20
06/06/19	ZDL	022 Conduct research in connection with confirmation objection (3.5); review DS objection in connection with open Plan issues (.8); review Committee solicitation letter (.2); communications with members of FR team re chambers conference (.5).	5.00
06/06/19	JRK	022 Attend call with the PBGC re Plan discovery (.5); follow-up communications with P. Glackin re the same (.8); review Disclosure Statement objection and draft document review memo re the same (2.0).	3.30
06/06/19	PJG	022 Attend call with PBGC re document requests in connection with confirmation discovery (.5); follow-up communications with J. Kulikowski re same (.8); draft 30(b)(6) notices to Debtors and PBGC (3.4).	4.70
06/06/19	SM	022 Conduct research re open Plan issues (1.2); prepare summary of findings re same (.7).	1.90
06/06/19	JES	022 Conduct research re Plan issues (3.0); draft findings re same (3.9).	6.90
06/07/19	JLS	022 Review and analyze discovery requests in connection with confirmation.	0.50
06/07/19	ISD	022 Review and analyze recovery analysis (1.1); participate in call with HL/FTI re same (.4); communications with S. Brauner re UCC settlement meeting with Weil (.3); analyze open Plan issues (1.6).	3.40
06/07/19	PCD	022 Review recovery analysis (.8); call with UCC professionals re same (.4).	1.20
06/07/19	RJC	022 Draft search terms for Plan discovery requests to PBGC.	0.80
06/07/19	DLC	022 Amend Plan discovery schedule and circulate to opposing counsel (.5); prepare for meet-and-confer (.7); participate in meet-and-confer (.5); review and comment on proposed search terms (.9).	2.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/07/19	RT	022 Prepare for (.3) and attend (.5) call with Debtors re Plan discovery issues; review proposed schedule for discovery Plan (.4); review correspondence with PBGC re discovery issues (.1); review and revise draft 30(b)(6) notices (1.1).	2.40
06/07/19	SLB	022 Communications with Weil re upcoming Plan settlement meeting (.2); communications with I. Dizengoff re same (.3); internal communications with Z. Lanier re Plan support letter (.2).	0.70
06/07/19	JAL	022 Telephonically attend meeting with Weil re discovery requests (.4); prepare supplemental material for PBGC discovery requests (4.8).	5.20
06/07/19	ZDL	022 Draft letter re Committee's position on Plan (1.7); communications with S. Brauner re same (.2).	1.90
06/07/19	JRK	022 Draft document review memo in connection with confirmation discovery (1.0); review draft discovery requests (.3); confer with P. Glackin re Plan discovery (.7).	2.00
06/07/19	PJG	022 Confer with J. Kulikowski re discovery in connection with Plan confirmation.	0.70
06/08/19	PCD	022 Communications with Debtors re Plan issues.	0.50
06/08/19	RT	022 Review and revise draft 30(b)(6) notices in connection with Plan (.3); review and revise draft search term list for Debtors (.6); review document requests issued to Debtors in connection with Plan (.7).	1.60
06/08/19	JAL	022 Prepare supplemental materials for Debtor discovery requests in connection with Plan.	6.70
06/08/19	JRK	022 Draft discovery requests to the Debtors and PBGC in connection with Plan discovery.	1.70
06/08/19	PJG	022 Revise 30(b)(6) notices to Debtors and PBGC in connection with confirmation discovery.	1.40
06/09/19	JLS	022 Review and respond to correspondence re confirmation discovery.	0.50
06/09/19	DLC	022 Review and comment on draft search terms and document parameters in connection with Plan discovery (.9); follow-up with counsel to PBGC re same (.9); review and revise draft 30(b)(6) notices (.8).	2.60
06/09/19	RT	022 Review and revise drafts search term list in connection with confirmation discovery (1.6); review updated draft 30(b)(6) notices (.1).	1.70
06/09/19	PJG	022 Revise 30(b)(6) Plan discovery notices to Debtors and PBGC.	0.90
06/10/19	JLS	022 Review correspondence re discovery in connection with Plan confirmation (.6); review analysis re APA disputes and impact on Plan confirmation (1.0) .	1.60
06/10/19	ISD	022 Confer with P. Dublin re Plan issues and open settlement points.	1.00
06/10/19	AQ	022 Review and analyze correspondence with Debtors and PBGC re Plan discovery (.5); confer with P. Dublin re Plan negotiations (.2).	0.70
06/10/19	PCD	022 Review Plan in preparation for meeting with company professionals (1.1); confer with S. Brauner and Z. Lanier re same (.3); attend meeting at Weil re Plan issues (4.1); follow-up communications with FR team members re same (.4); confer with A. Qureshi re Plan status (.2).	6.10
06/10/19	RJC	022 Review proposed search terms for PBGC and Debtors in connection with Plan discovery (5.8); prepare draft correspondence to litigation team re same (1.0).	6.80
06/10/19	DLC	022 Participate in meet-and-confer with PBGC in connection with confirmation discovery (.2); communications with R. Tizraveshe re same (.2); review proposed edits to PBGC search terms and prepare responses (2.0); review and analyze information re PBGC settlement in connection with Plan issues (1.0).	3.40
06/10/19	RT	022 Attend call with PBGC re Plan discovery issues (.2); review and revise drafts of updated search term lists for PBGC and Debtors documents (.8); review correspondence with PBGC re discovery issues (.6); communications with D. Chapman re call with PBGC (.2); review draft protective order (.2).	2.00
06/10/19	SLB	022 Multiple communications with Akin and FTI teams re Plan negotiation	8.40

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/10/19	JAL	022 meeting (.9); prepare materials for the same (1.6); attend in-person meeting at Weil (4.1); follow-up internal communications with members of FR team re open issues and research questions in connection with the same (.5); review research re same (.4); draft language re proposal in connection with open issue and internal communications re same (.9). Prepare materials re PBGC discovery requests (2.1); prepare materials re Debtors discovery requests (3.4); confer with P. Glackin re Plan issues (1.0).	6.50
06/10/19	ZDL	022 Communications with FR team members to discuss outstanding Plan issues (.8); conduct research re Plan issues (1.2).	2.00
06/10/19	JRK	022 Review document review memo in connection with discovery requests related to Plan confirmation disputes.	0.60
06/10/19	PJG	022 Prepare for (.2) and attend (.2) call with counsel for PBGC re discovery requests; call with J. Latov re Plan issues (1.0).	1.40
06/10/19	SM	022 Conduct research in connection with open Plan issues.	1.40
06/11/19	JLS	022 Review and revise draft confirmation discovery (.3); review correspondence re confirmation discovery requests (.3).	0.60
06/11/19	ISD	022 Participate on call with Weil re Plan issues (partial).	1.00
06/11/19	AQ	022 Review and revise 30(b)(6) notices to Debtors and PBGC re confirmation (.4); confer with P. Dublin re Plan negotiations (.2).	0.60
06/11/19	PCD	022 Communications with Weil re trust governance and Plan issues (1.3); confer with A. Qureshi re same (.2); confer with S. Brauner re same (.2).	1.70
06/11/19	DLC	022 Revise 30(b)(6) notices in connection with confirmation and serve same (1.2); confer with PBGC counsel re search terms in connection with Plan discovery (.8).	2.00
06/11/19	RT	022 Review final draft 30(b)(6) notices (.5); review updated draft search terms from PBGC re document requests in connection with Plan discovery (1.1).	1.60
06/11/19	SLB	022 Participate on call with Weil re open Plan issues (1.3); prepare proposal re same and mark-up Debtors' proposal (1.1); analyze open issues in connection with Plan (1.5); prepare talking points re open issues in connection with Trust (1.2); communications with FTI and HL re status of Plan negotiations and related issues (.4); confer with P. Dublin re Trust governance and Plan issues (.2).	5.70
06/11/19	SLB	022 Review and revise 30(b)(6) notices re Plan discovery.	1.20
06/11/19	ZDL	022 Draft and revise Committee support letter.	2.40
06/11/19	PJG	022 Revise 30(b)(6) notices to Debtors and PBGC in connection with confirmation and circulate to litigation team.	1.50
06/12/19	JLS	022 Review and revise proposed discovery schedule in connection with confirmation.	0.30
06/12/19	ISD	022 Analyze Plan issues and open settlement points.	1.60
06/12/19	AQ	022 Call with Canadian creditors re Plan and DS issues (.8); confer with P. Dublin re Plan discovery schedule (.2).	1.00
06/12/19	PCD	022 Confer with A. Qureshi re confirmation discovery schedule (.2); analyze open Plan issues (.8).	1.00
06/12/19	DLC	022 Review opposing counsel's comments to draft confirmation schedule and comment on same.	1.30
06/12/19	RT	022 Review and propose edits to Plan confirmation schedule from Debtors (.5); correspondence with members of litigation team re Plan confirmation discovery issues (.5).	1.00
06/12/19	SLB	022 Communications with Weil re Plan negotiations and next steps.	0.90
06/12/19	ZDL	022 Respond to correspondence re confirmation schedule.	0.20
06/12/19	JRK	022 Communications with members of litigation team re confirmation discovery (.4); draft document review memo in connection with same (3.0).	3.40
06/12/19	PJG	022 Communications with members of Litigation team re document review in connection with Plan confirmation hearing.	0.30

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/13/19	ISD	022 Confer with P. Dublin re Plan issues and open settlement points.	1.00
06/13/19	PCD	022 Confer with I. Dizengoff re status of discussions on Plan.	1.00
06/13/19	DLC	022 Communications with opposing counsel re Plan discovery schedule.	0.40
06/13/19	RT	022 Review correspondence with Debtors re Plan confirmation schedule (.1); review drafts of deposition notices in connection with the same (.1).	0.20
06/13/19	SLB	022 Communications with Z. Lanier re open Plan issues and research work streams in connection with the same (.4); analyze issues re same and related research (3.1).	3.50
06/13/19	ZDL	022 Conduct research re Plan issues (.6); communications with S. Brauner re same (.4).	1.00
06/13/19	JRK	022 Draft document review memo in connection with discovery related to Plan confirmation (2.7); correspondence with P. Glackin re the same (.5); review proposed revisions to the document review memo (.6).	3.80
06/13/19	PJG	022 Draft individual deposition notices in connection with the Plan confirmation (.4); draft memo re document review in connection with the Plan confirmation (3.4); correspond with J. Kulikowski re same (.5).	4.30
06/13/19	SM	022 Conduct research re open Plan issues (4.3); prepare summary of findings re same (1.5).	5.80
06/13/19	JES	022 Conduct research re open Plan issues (9.2); draft memorandum re same (3.5).	12.70
06/13/19	MHG	022 Conduct research in connection with Plan issues and confirmation requirements.	1.50
06/14/19	JLS	022 Review and respond to correspondence re discovery issues in connection with confirmation.	0.40
06/14/19	ISD	022 Analyze confirmation issues.	1.00
06/14/19	PCD	022 Communications with members of FR team re Plan discussions (.9); review analysis re same (.7).	1.60
06/14/19	DLC	022 Confer with PBGC counsel re document production in connection with confirmation discovery (.2); analyze issues re same (.6); correspond with members of litigation and FR teams re Plan discussions (.3).	1.10
06/14/19	RT	022 Review issues re Plan confirmation discovery (2.1); review and respond to internal correspondence re Plan issues (.9).	3.00
06/14/19	SLB	022 Multiple internal communications with members of FR and litigation teams re Plan negotiations (1.3); analyze issues re same (2.7); review and revise analysis re the same (2.1).	6.10
06/14/19	ZDL	022 Prepare materials re Plan negotiations (5.9); conduct research in connection with Plan negotiations (.4); multiple communications with members of FR team re same (.5).	6.80
06/14/19	JRK	022 Review document review memo in connection with discovery related to Plan confirmation (3.6); correspondence with members of the litigation team re Plan issues (.4).	4.00
06/14/19	SM	022 Conduct research and prepare chart re Plan issues.	9.90
06/14/19	JES	022 Research re Plan issues (6.1); draft summary of findings re same (7.2).	13.30
06/15/19	PCD	022 Prepare for Plan negotiation session (.6); communications with members of FR team re same (.7).	1.30
06/15/19	SLB	022 Prepare materials for Plan negotiations (5.5); multiple internal communications with members of FR team re same (.7).	6.20
06/15/19	ZDL	022 Revise Plan issues chart (2.1); multiple communications with members of FR team re Plan mediation (.9); review and revise negotiation script (.9).	3.90
06/15/19	SM	022 Revise chart re open Plan issues (5.4); multiple communications with FR team members re Plan negotiations (.6).	6.00
06/15/19	JES	022 Revise analysis and chart re open Plan issues.	9.80
06/16/19	JLS	022 Review materials in preparation for Plan negotiations.	0.50
06/16/19	PCD	022 Review materials in preparation for Plan negotiations.	1.20
06/16/19	DLC	022 Review memorandum re open Plan issues.	0.20
06/16/19	SLB	022 Prepare materials for Plan negotiations (3.7); communications with Z.	4.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		Lanier re same (.9).	
06/16/19	ZDL	022 Draft and revise Plan issues chart (2.8); communications with S. Brauner re same (.9).	3.70
06/16/19	JRK	022 Draft document review memo in connection with discovery related to Plan confirmation.	2.00
06/17/19	ISD	022 Prepare for (1.0) and participate in (5.7) Plan related meeting with Weil.	6.70
06/17/19	AQ	022 Review memorandum re Plan discovery issues.	0.30
06/17/19	PCD	022 Prepare for Plan meeting (1.1); attend Plan meeting (5.7).	6.80
06/17/19	DLC	022 Review memorandum re Plan issues (.4); revise document review memorandum (3.4); review and analyze term sheet (.8).	4.60
06/17/19	RT	022 Review and revise draft document review memo in connection with confirmation discovery (.6); review correspondence re confirmation discovery issues (.4); analyze confirmation discovery issues (1.1).	2.10
06/17/19	SLB	022 Prepare materials for (1.8) and participate in (5.7) in-person negotiation session with Debtors; follow-up communications with members of Akin team re status and Plan process (.9); follow-up communications with Weil re same (.3).	8.70
06/17/19	JAL	022 Review confirmation document review memo.	1.50
06/17/19	ZDL	022 Prepare documents for Plan negotiation (1.9); communications with FR team re Plan negotiations (.8); revise Committee letter (.4); review solvency tracker (.5).	3.60
06/17/19	JRK	022 Draft sections of document review memo in connection with discovery related to Plan confirmation (2.0); correspondence with electronic discovery vendor to coordinate tagging palette and documents received from PBGC (.5); conduct first level review of electronic discovery documents produced by the PBGC (5.6).	8.10
06/17/19	PJG	022 Revise sections of document review memo in connection with Plan discovery.	0.80
06/17/19	SM	022 Review proposed settlement terms between UCC and Debtors.	0.20
06/17/19	JES	022 Finalize documents re Plan negotiations.	0.80
06/18/19	ISD	022 Review and comment on Committee support letter (1.5); communications with members of FR team re same (.8).	2.30
06/18/19	AQ	022 Confer with P. Dublin re Plan issues.	0.30
06/18/19	PCD	022 Confer with A. Qureshi re Plan issues (.3); review and comment on Committee letter (1.1); internal correspondence with FR team members re same (.4).	1.80
06/18/19	DLC	022 Review settlement term sheet and follow-up with counsel for PBGC re confirmation discovery (.5); outline next steps in connection with litigation claims (.8); review discovery schedules in connection with same (.5).	1.80
06/18/19	RT	022 Review term sheet re Plan confirmation settlement.	0.30
06/18/19	SLB	022 Communications with Committee members re proposed settlement re Plan (.4); communications with Weil re same (.2); prepare Plan support letter (1.5); internal communications with members of FR team re Plan related issues and next steps (.5); analyze issues re same (1.7).	4.30
06/18/19	JRK	022 Revise document review memo in connection with discovery related to Plan confirmation and correspondence with members of the litigation team regarding the same.	0.50
06/18/19	PJG	022 Communications with members of litigation team regarding Plan confirmation discovery.	0.10
06/18/19	JES	022 Review draft letter in support of Debtors' Plan.	0.70
06/19/19	PCD	022 Review and comment on Plan support letter (1.1); confer with S. Brauner re same (.3).	1.40
06/19/19	SLB	022 Revise Committee support letter (2.5); confer with P. Dublin re same (.3); multiple communications with prospective Board members re Plan status and related issues (.9); compile materials in connection with same (.5); review revised draft Plan (2.4).	6.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/19/19	MHG	022 Conduct research in connection with Plan.	1.40
06/20/19	ISD	022 Analyze Plan related issues (1.1); confer with members of FR team re same (.7).	1.80
06/20/19	PCD	022 Communications with FR team members re Plan and Disclosure Statement (.9); review and comment on support letter (1.6).	2.50
06/20/19	RT	022 Correspondence with E-Discovery vendor re document productions.	0.40
06/20/19	SLB	022 Multiple internal communications re draft Plan (.8); review and comment on the same (1.0); communications with Weil re same (.3); revise Committee Plan support letter (1.6); communications with admin creditors re Plan issues (.7).	4.40
06/20/19	ZDL	022 Review and comment on revised Plan (1.4); communications with members of FR team re same (.5); revise Plan support letter (1.2).	3.10
06/21/19	ISD	022 Review and comment on Plan.	1.50
06/21/19	PCD	022 Review and comment on Plan (5.2); communications with S. Brauner re same (1.2).	6.40
06/21/19	SLB	022 Finalize Committee solicitation letter and send to Weil (.8); communications with Committee members re same (.3); review and comment on Plan (2.5); communications with P. Dublin re same and next steps (1.2); multiple communications with Weil re Plan-related issues and scheduling (.5); multiple communications with Liquidating Trust Board appointees re status and next steps in connection with Plan (.7).	6.00
06/21/19	ZDL	022 Revise Plan (2.1); begin revising DS (1.9).	4.00
06/22/19	SLB	022 Review and comment on Plan (2.2); internal communications with Z. Lanier re same (.6); send comments on Plan to Weil (.2).	3.00
06/22/19	ZDL	022 Revise DS (2.3); communications with S. Brauner re Plan revisions (.6); review revised Plan (.5).	3.40
06/23/19	PCD	022 Review and analyze DS.	0.90
06/23/19	SLB	022 Review and comment on DS (2.6); communications with Z. Lanier re the same (.4).	3.00
06/23/19	ZDL	022 Further revise DS (1.1); communications with S. Brauner re same (.4).	1.50
06/24/19	JLS	022 Review and respond to correspondence re revised Plan and committee letter.	0.30
06/24/19	ISD	022 Review revised Plan and DS (1.2); review Committee proposed terms re same (.6); calls with Committee members re same (.2); call with P. Dublin re same (.2).	2.20
06/24/19	PCD	022 Review Plan and comments to support letter (1.0); confer with S. Brauner re same (.4); call with I. Dizengoff re same (.2).	1.60
06/24/19	DLC	022 Review and comment on Plan support letter.	0.60
06/24/19	SLB	022 Review and revise Committee Support Letter, Plan and DS (6.8); multiple internal communications re same (.3); confer with P. Dublin re same (.4); communications with Weil re same (.4); communications with Paul Weiss re Committee Support Letter (.3); prepare background materials for Board members (.5).	8.70
06/24/19	ZDL	022 Revise Plan (.6); review revised DS (.4).	1.00
06/25/19	ISD	022 Review revised Plan (.7); confer with P. Dublin re same (.4).	1.10
06/25/19	PCD	022 Review comments to Plan (.9); confer with S. Brauner re same (.8); confer with I. Dizengoff re same (.4).	2.10
06/25/19	SLB	022 Review and revise Plan and DS (6.2); multiple communications with Weil re same (.6); confer with P. Dublin re same (.8); confer with Z. Lanier re same (.2).	7.80
06/25/19	ZDL	022 Review revised DS (.9); confer with S. Brauner re same (.2).	1.10
06/26/19	ISD	022 Meet with M. Meghji re Plan issues.	1.00
06/26/19	PCD	022 Internal correspondence with members of FR team re Plan and DS comments (.3); confer with S. Brauner re same (.2); review same (.2).	0.70
06/26/19	SLB	022 Review and revise Plan and DS (4.8); multiple communications with members of FR team re same (1.1); multiple communications with Weil	6.80

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/26/19	ZDL	022 team re same (.7); confer with P. Dublin re same (.2). Correspond with FR team members re DS issues (.2); review multiple drafts of revised Plan/DS (.8); comment on same (.2); communications with Akin team re same (.4).	1.60
06/27/19	ISD	022 Review and comment on revised Plan and DS.	1.70
06/27/19	SLB	022 Review filing version of Plan and DS (1.0); multiple communications with Weil team re same (.6); communications with Z. Lanier re same (.3); communications with Committee members re same (.4); review and revise affidavit of no conflict (.4); communications with Weil re same (.2).	2.90
06/27/19	ZDL	022 Revise affidavit of no conflict (.2); review finalized versions of Plan and DS (.8); communications with S. Brauner re same (.3); review solvency tracker (.2).	1.50
06/28/19	ISD	022 Multiple communications with Weil re revised Plan and DS.	0.90
06/28/19	PCD	022 Communications with Weil re Plan process (.8); review board member declarations and comment on same (.5); review filed documents re same (.9).	2.20
06/28/19	SLB	022 Multiple communications with Weil re Plan, DS and DS order (.6); review the same (1.5); prepare Committee Solicitation letter for filing (.7); review and revise notice of filing in connection with the same (.2); multiple communications with Committee members re Plan status and related issues (.9); communications with Board members re affidavit (.3).	4.20
06/28/19	ZDL	022 Draft notice for committee support letter (.8); revise committee support letter (7); coordinate filing of same (.3).	1.80
06/28/19	SDL	022 File Committee support letter.	0.30
06/29/19	SLB	022 Communications with prospective Board members re status and open issues.	0.40
06/03/19	JPk	023 Prepare summary of Transform disputes and litigation.	5.20
06/04/19	JPk	023 Revise summary of disputes related to APA (10.2); review documents in connection with same (2.6).	12.80
06/05/19	JPk	023 Revise summary of disputes related to the APA.	6.50
06/06/19	JPk	023 Revise summary of disputes related to APA.	5.20
06/07/19	SLB	023 Review and revise analysis re APA disputes.	2.10
06/07/19	JPk	023 Revise summary of disputes related to APA.	4.00
06/07/19	ZDL	023 Review summary of APA disputes.	0.90
06/09/19	ZDL	023 Review correspondence re APA disputes.	0.20
06/10/19	SLB	023 Internal communications with members of FR and lit teams re APA disputes and related issues.	0.60
06/10/19	JPk	023 Revise summary of disputes related to asset purchase agreement (6.9); communications with members of FR team re same (.8).	7.70
06/10/19	ZDL	023 Review sale hearing transcript re APA issues (.5); review APA disputes memo (.4); communications with FR and litigation teams re same (.2).	1.10
06/11/19	JPk	023 Revise summary of disputes regarding asset purchase agreement.	5.60
06/11/19	JPk	023 Draft memorandum re Transform complaint.	1.00
06/12/19	JPk	023 Revise summary of disputes related to APA.	3.50
06/13/19	JPk	023 Correspond with FTI in connection with disputes regarding asset purchase agreement.	1.00
06/18/19	JLS	023 Call with counsel to Debtors re APA disputes (.2); review and respond to correspondence re depositions in connection with APA disputes (.2).	0.40
06/18/19	JLS	023 Participate on call with chambers re status conference in connection with APA dispute.	0.30
06/18/19	JPk	023 Review adversary complaint and motion to compel in preparation for R. Riecker deposition (6.0); draft outline for R. Riecker deposition (2.4).	8.40
06/19/19	DLC	023 Confer with J. Kane re APA disputes (.3); draft task list for APA disputes (2.5).	2.80
06/19/19	JPk	023 Attend R. Riecker deposition (4.0); draft summary of same (3.5);	9.00

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		prepare for depositions of C. Good and K. Kamlani (1.5).	
06/20/19	AQ	023 Review materials related to expert selection for APA litigation.	0.80
06/20/19	JPk	023 Attend depositions of C. Good (3.0) and K. Kamlani (5.0); draft summaries of same (3.5); prepare for depositions of J. Butz (1.0) and M. Meghji (1.1).	13.60
06/21/19	JPk	023 Attend depositions of M. Meghji (2.5) and J. Butz (1.5); prepare analysis of disputes related to asset purchase agreement (7.3).	11.30
06/24/19	JPk	023 Revise summary of disputes related to the APA.	1.60
06/25/19	JPk	023 Revise summary of disputes related to the APA.	4.10
06/26/19	JLS	023 Review pleadings in connection with APA disputes (.5); call with counsel to debtors re APA disputes (.2).	0.70
06/26/19	JPk	023 Draft and revise summary of Transform's motion in support of adversary complaint re APA disputes.	7.50
06/26/19	SM	023 Review supplemental APA dispute pleadings and coordinate preparation of binders in connection with same.	1.30
06/27/19	JPk	023 Revise summary of Transform's brief in support of adversary complaint.	8.00
06/28/19	JLS	023 Call with debtors' counsel re briefing APA disputes (.5); analyze issues re same (.8).	1.30
06/28/19	SLB	023 Communications with Z. Lanier re APA disputes (.3); communications with Herrick team re update (.2); review email summary re same (.3).	0.80
06/28/19	JPk	023 Attend call with Debtors' counsel to discuss Transform's brief in support of complaint re APA disputes (.5); prepare summary of same (2.5).	3.00
06/28/19	ZDL	023 Review APA dispute pleadings and summarize same (1.6); communications with S. Brauner re same (.3).	1.90
06/29/19	JLS	023 Review and respond to correspondence re analysis in connection with APA disputes.	0.50
06/30/19	JLS	023 Review and revise draft pleadings in connection with APA disputes.	1.50
06/30/19	SLB	023 Review draft analysis re APA issues from Weil.	1.00
06/30/19	JPk	023 Review Debtors' brief in support of motion to enforce APA.	3.30
06/30/19	ZDL	023 Review draft response re APA disputes.	0.90
06/10/19	SLB	025 Travel to (total travel time = .6) and from (total travel time = .7) Weil's offices for in-person meeting.	0.60
06/20/19	PCD	025 Travel to (total travel time = 1.6) and from (total travel time = 1.5) Court.	1.50
06/20/19	SLB	025 Travel to (total travel time = 1.1) and from (total travel time = 1.2) hearing.	1.10
Total Hours			1591.00

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
J L SORKIN	60.00	at	\$1120.00	=	\$67,200.00
I S DIZENGOFF	42.40	at	\$1550.00	=	\$65,720.00
A QURESHI	12.10	at	\$1475.00	=	\$17,847.50
P C DUBLIN	89.00	at	\$1475.00	=	\$131,275.00
L H LEYDEN	5.10	at	\$1200.00	=	\$6,120.00
L M LAWRENCE	56.80	at	\$1020.00	=	\$57,936.00
D L CHAPMAN	119.50	at	\$980.00	=	\$117,110.00
R TIZRAVESH	35.10	at	\$905.00	=	\$31,765.50
S L BRAUNER	202.60	at	\$1125.00	=	\$227,925.00
K G DEMANDER	5.50	at	\$805.00	=	\$4,427.50
J P KANE	122.30	at	\$770.00	=	\$94,171.00
J A LATOV	132.00	at	\$760.00	=	\$100,320.00
Z D LANIER	127.30	at	\$760.00	=	\$96,748.00
D S PARK	34.70	at	\$690.00	=	\$23,943.00
J R KULIKOWSKI	97.00	at	\$540.00	=	\$52,380.00
P J GLACKIN	108.40	at	\$540.00	=	\$58,536.00

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<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
S MAHKAMOVA	96.50	at	\$560.00	=	\$54,040.00
J E SZYDLO	92.60	at	\$560.00	=	\$51,856.00
R J COLLINS	122.90	at	\$455.00	=	\$55,919.50
S D LEVY	17.90	at	\$235.00	=	\$4,206.50
M H GINSBORG	11.30	at	\$265.00	=	\$2,994.50

Current Fees

\$1,322,441.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

<u>Date</u>		<u>Value</u>
11/19/18	Travel - Ground Transportation VENDOR: JOSEPH L. SORKIN INVOICE#: 3518664308011406 DATE: 8/1/2019 Taxi/Car Service/Public Transport, 11/19/18, Taxi from hearing, Uber	\$80.64
12/13/18	Travel - Ground Transportation VENDOR: DIAL CAR INC INVOICE#: 1261772 DATE: 12/26/2018 Vendor: Dial Car Voucher #: RV1453517F Date: 12/13/2018 Name: Ervin Lutchman Car Service, Vendor: Dial Car Voucher #: RV1453517F Date: 12/13/2018 Name: Ervin Lutchman	\$86.01
12/13/18	Travel - Ground Transportation VENDOR: DIAL CAR INC INVOICE#: 1261772 DATE: 12/26/2018 Vendor: Dial Car Voucher #: RV145451MH Date: 12/13/2018 Name: Emony Robertson Car Service, Vendor: Dial Car Voucher #: RV145451MH Date: 12/13/2018 Name: Emony Robertson	\$87.12
12/19/18	Travel - Ground Transportation VENDOR: DIAL CAR INC INVOICE#: 1261772 DATE: 12/26/2018 Vendor: Dial Car Voucher #: RV1A5451D1 Date: 12/19/2018 Name: Ervin Lutchman Car Service, Vendor: Dial Car Voucher #: RV1A5451D1 Date: 12/19/2018 Name: Ervin Lutchman	\$80.44
04/09/19	Meals - Overtime VENDOR: MICHEAL CHEN INVOICE#: 3388085606171412 DATE: 6/17/2019 All Overtime Meals, 04/09/19, Worked Late, Sake Bar Hagi 46, Michael Chen	\$20.00
06/01/19	Travel - Telephone & Fax VENDOR: ZACHARY D. LANIER INVOICE#: 3379652806051704 DATE: 6/5/2019 Travel - WiFi, 06/01/19, Wifi purchase during travel, GoGo / Delta Airlines	\$15.00
06/02/19	Travel - Telephone & Fax VENDOR: ZACHARY D. LANIER INVOICE#: 3379652806051704 DATE: 6/5/2019	\$6.50

Exhibit D

Disbursement Summary

DISBURSEMENT SUMMARY

Disbursement Activity	Amount (\$)
Computerized Legal Research – Lexis – in contract 30% discount	3,491.87
Computerized Legal Research – Westlaw – in contract 30% discount	9,490.90
Courier Service/Messenger Service – Off Site	13.22
Color Copy	104.00
Deposition	3,051.93
Duplication – In House	2,018.40
Duplication – Off Site	552.21
Meals – Business	55.83
Meals - Overtime	136.73
Meals (100%)	2,346.09
Overtime – Admin Staff	350.30
Telephone – Long Distance	72.00
Transcripts	6,784.54
Travel – Ground Transportation	619.13
Travel – Telephone & Fax	31.50
Local Transportation – Overtime	1,521.37
TOTAL:	30,640.02

Exhibit E

Itemized Disbursements

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<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
S MAHKAMOVA	96.50	at	\$560.00	=	\$54,040.00
J E SZYDLO	92.60	at	\$560.00	=	\$51,856.00
R J COLLINS	122.90	at	\$455.00	=	\$55,919.50
S D LEVY	17.90	at	\$235.00	=	\$4,206.50
M H GINSBORG	11.30	at	\$265.00	=	\$2,994.50

Current Fees

\$1,322,441.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

<u>Date</u>		<u>Value</u>
11/19/18	Travel - Ground Transportation VENDOR: JOSEPH L. SORKIN INVOICE#: 3518664308011406 DATE: 8/1/2019 Taxi/Car Service/Public Transport, 11/19/18, Taxi from hearing, Uber	\$80.64
12/13/18	Travel - Ground Transportation VENDOR: DIAL CAR INC INVOICE#: 1261772 DATE: 12/26/2018 Vendor: Dial Car Voucher #: RV1453517F Date: 12/13/2018 Name: Ervin Lutchman Car Service, Vendor: Dial Car Voucher #: RV1453517F Date: 12/13/2018 Name: Ervin Lutchman	\$86.01
12/13/18	Travel - Ground Transportation VENDOR: DIAL CAR INC INVOICE#: 1261772 DATE: 12/26/2018 Vendor: Dial Car Voucher #: RV145451MH Date: 12/13/2018 Name: Emony Robertson Car Service, Vendor: Dial Car Voucher #: RV145451MH Date: 12/13/2018 Name: Emony Robertson	\$87.12
12/19/18	Travel - Ground Transportation VENDOR: DIAL CAR INC INVOICE#: 1261772 DATE: 12/26/2018 Vendor: Dial Car Voucher #: RV1A5451D1 Date: 12/19/2018 Name: Ervin Lutchman Car Service, Vendor: Dial Car Voucher #: RV1A5451D1 Date: 12/19/2018 Name: Ervin Lutchman	\$80.44
04/09/19	Meals - Overtime VENDOR: MICHEAL CHEN INVOICE#: 3388085606171412 DATE: 6/17/2019 All Overtime Meals, 04/09/19, Worked Late, Sake Bar Hagi 46, Michael Chen	\$20.00
06/01/19	Travel - Telephone & Fax VENDOR: ZACHARY D. LANIER INVOICE#: 3379652806051704 DATE: 6/5/2019 Travel - WiFi, 06/01/19, Wifi purchase during travel, GoGo / Delta Airlines	\$15.00
06/02/19	Travel - Telephone & Fax VENDOR: ZACHARY D. LANIER INVOICE#: 3379652806051704 DATE: 6/5/2019	\$6.50

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06/03/19	Travel - WiFi, 06/02/19, Wifi purchase during travel, GoGo / Delta Airlines Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3380076006051704 DATE: 6/5/2019	\$27.36
06/03/19	Overtime Taxi/Car Service/Public Transport, 06/03/19, Late car from OBP to home after working on Sears matters, NYC Taxi Cab Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800651 DATE: 6/6/2019	\$32.34
06/03/19	06/03/0019 Computerized Legal Research - Westlaw - in contract 30% discount User: LANPHEAR LESLIE Date: 6/3/2019 AcctNumber: 1003389479 ConnectTime: 0.0	\$106.71
06/03/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 7.0	\$387.65
06/03/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 9.0	\$12.60
06/03/19	Courier Service/Messenger Service- Off Site VENDOR: UNITED PARCEL SERVICE INVOICE#: 00000002E52E239-19 DATE: 6/8/2019 TRACKING #: 1Z02E52E1394499725; SHIP DATE: 06/03/2019; SENDER: Zach Lanier; NAME: COMPANY: Analysis Group, Inc. ADDRESS: 111 Huntington Avenue, Boston, MA 02199 US;	\$13.22
06/04/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800651 DATE: 6/6/2019	\$130.70
06/04/19	06/04/0019 Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 14.0	\$19.60
06/04/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3140994 DATE: 6/9/2019 John Kane - Dig Inn 275 Madison - 6/4/2019 1	\$20.00
06/05/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: GINSBORG	\$36.40

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06/05/19	MICHAEL; Charge Type: DOC ACCESS; Quantity: 26.0 Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$55.38
06/05/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 4.0	\$5.60
06/05/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3140994 DATE: 6/9/2019 Jeff Jeffrey) Latov - Oaxaca Taqueria 44th St) - 6/5/2019 2	\$20.00
06/06/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800651 DATE: 6/6/2019 06/06/0019	\$260.76
06/06/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800651 DATE: 6/6/2019 06/06/0019	\$78.06
06/06/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAHKAMOVA SHIRIN Date: 6/6/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$182.82
06/06/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: MAHKAMOVA SHIRIN; Charge Type: DOC ACCESS; Quantity: 1.0	\$66.59
06/06/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$55.38
06/06/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 15.0	\$21.00
06/06/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3434932607081403 DATE: 7/8/2019 Overtime Taxi/Car Service/Public Transport, 06/06/19, Late car home after working on Sears related issues., NYC Taxi Cab	\$21.95
06/07/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800653 DATE:	\$26.95

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	06/07/0019	
06/10/19	Local Transportation - Overtime VENDOR: DEAN L. CHAPMAN INVOICE#: 3392457506111608 DATE: 6/11/2019	\$51.97
	Overtime Taxi/Car Service/Public Transport, 06/10/19, Overtime taxi, Uber Meals - Overtime VENDOR: JOHN P. KANE INVOICE#: 3399303806122003 DATE: 6/12/2019	\$11.92
	All Overtime Meals, 06/10/19, Dinner while working late., Sweetgreen, John Kane	
06/10/19	Local Transportation - Overtime VENDOR: MICHAEL H. GINSBORG INVOICE#: 3395424906141703 DATE: 6/14/2019	\$71.24
	Overtime Taxi/Car Service/Public Transport, 06/10/19, Use of Lyft following rush research after scheduled hours. Research requested by S. Mahkamova., Lyft	
06/10/19	Local Transportation - Overtime VENDOR: PHILIP C. DUBLIN INVOICE#: 3404580706141703 DATE: 6/14/2019	\$162.72
	Overtime Taxi/Car Service/Public Transport, 06/10/19, Uber Car Service from late Sears meeting to home, Uber Car Service	
06/10/19	Travel - Ground Transportation VENDOR: SARA L. BRAUNER INVOICE#: 3387370106142202 DATE: 6/14/2019	\$15.91
	Taxi/Car Service/Public Transport - non- overtime, 06/10/19, Car from Weil to office after in-person meeting., Uber	
06/10/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 6/10/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$241.02
06/10/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800653 DATE: 6/13/2019	\$26.95
	06/10/0019	
06/10/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: GINSBORG MICHAEL; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$55.38
06/10/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US JURY VERDICTS AND SETTLEMENTS; Employee: GINSBORG MICHAEL; Charge Type:	\$185.78

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06/10/19	DOC ACCESS; Quantity: 5.0 Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: MAHKAMOVA SHIRIN; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$110.77
06/10/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US DOCKETS; Employee: MAHKAMOVA SHIRIN; Charge Type: DOC ACCESS; Quantity: 4.0	\$19.63
06/10/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3142800 DATE: 6/16/2019 Dean Chapman - Arno - 6/10/2019	\$20.00
06/10/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3142800 DATE: 6/16/2019 Jeff Jeffrey) Latov - Brooklyn Diner W 43rd St) - 6/10/2019	\$20.00
06/11/19	Travel - Telephone & Fax VENDOR: SARA L. BRAUNER INVOICE#: 3387370106142202 DATE: 6/14/2019 Wifi, 06/11/19, In-flight internet use., gogo - Delta	\$10.00
06/11/19	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/11/2019 AcctNumber: 1003389479 ConnectTime: 0.0	\$347.73
06/11/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800653 DATE: 6/13/2019 06/11/0019	\$130.70
06/11/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800653 DATE: 6/13/2019 06/11/0019	\$43.11
06/11/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: LATOV JEFFREY; Charge Type: DOC ACCESS; Quantity: 1.0	\$66.60
06/11/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: YEN DORIS; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$55.38
06/11/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: YEN DORIS; Charge Type: DOC ACCESS; Quantity: 1.0	\$1.40
06/12/19	Duplication - In House Photocopy - Kane, John, NY, 320 page(s)	\$64.00
06/12/19	Duplication - In House Photocopy - Szydlo, Joe, NY, 1828 page(s)	\$365.60

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06/12/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$55.38
06/12/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$1.40
06/12/19	Local Transportation - Overtime VENDOR: DEAN L. CHAPMAN INVOICE#: 3414158506182009 DATE: 6/18/2019 Overtime Taxi/Car Service/Public Transport, 06/12/19, Overtime taxi, Uber	\$51.51
06/12/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3434932607081403 DATE: 7/8/2019 Overtime Taxi/Car Service/Public Transport, 06/12/19, Late car home after working on Sears related issues., NYC Taxi Cab	\$26.16
06/13/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 6/13/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$2,268.41
06/13/19	Computerized Legal Research - Westlaw - in contract 30% discount User: SZYDLO JOSEPH Date: 6/13/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
06/13/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800653 DATE: 6/13/2019 06/13/0019	\$260.76
06/13/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 6.0	\$332.30
06/13/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 4.0	\$5.60
06/13/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US LAW REVIEWS AND JOURNALS; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 3.0	\$111.47
06/13/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US STATUTORY CODES; Employee: SZYDLO JOSEPH; Charge Type: DOC	\$1.40

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06/13/19	ACCESS; Quantity: 1.0 Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 8.0	\$297.25
06/13/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$66.60
06/14/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: MAHKAMOVA SHIRIN; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$110.77
06/14/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US DOCKETS; Employee: MAHKAMOVA SHIRIN; Charge Type: DOC ACCESS; Quantity: 1.0	\$4.91
06/14/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$110.77
06/14/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US DOCKETS; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 11.0	\$53.98
06/14/19	Local Transportation - Overtime VENDOR: SHIRIN MAHKAMOVA INVOICE#: 3413897706211602 DATE: 6/21/2019 Overtime Taxi/Car Service/Public Transport, 06/14/19, Taxi from office to home re: late night work., Lyft	\$61.46
06/14/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3434932607081403 DATE: 7/8/2019 Overtime Taxi/Car Service/Public Transport, 06/14/19, Late car home after working on Sears related issues., NYC Taxi Cab	\$27.96
06/15/19	Computerized Legal Research - Westlaw - in contract 30% discount User: SZYDLO JOSEPH Date: 6/15/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$213.42
06/15/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$55.38
06/17/19	Duplication - In House Photocopy - User # 990100, NY, 379 page(s)	\$75.80

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06/17/19	Travel - Ground Transportation VENDOR: SARA L. BRAUNER INVOICE#: 3422654306212002 DATE: 6/21/2019 Taxi/Car Service/Public Transport - non- overtime, 06/17/19, Taxi from Weil Gotshal to home after negotiation session., Uber	\$21.41
06/17/19	Computerized Legal Research - Westlaw - in contract 30% discount User: BRAUNER SARA Date: 6/17/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$258.93
06/17/19	Computerized Legal Research - Westlaw - in contract 30% discount User: SZYDLO JOSEPH Date: 6/17/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$533.53
06/17/19	Local Transportation - Overtime VENDOR: PHILIP C. DUBLIN INVOICE#: 3455460207031905 DATE: 7/3/2019 Overtime Taxi/Car Service/Public Transport, 06/17/19, Late Uber Car Service re late office work re Sears, Uber Car Service	\$143.53
06/17/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3434932607081403 DATE: 7/8/2019 Overtime Taxi/Car Service/Public Transport, 06/17/19, Late car home after working on Sears related issues., NYC Taxi Cab	\$29.76
06/18/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800654 DATE: 6/20/2019 06/18/0019	\$186.72
06/18/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800654 DATE: 6/20/2019 06/18/0019	\$164.18
06/18/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3146509 DATE: 6/23/2019 John Kane - Akdeniz - 6/18/2019	\$20.00
06/18/19	Local Transportation - Overtime VENDOR: JOHN P. KANE INVOICE#: 3454664907031704 DATE: 7/3/2019 Overtime Taxi/Car Service/Public Transport, 06/18/19, Working late taxi service, Uber	\$15.83
06/18/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3434932607081403 DATE: 7/8/2019	\$29.16

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	Overtime Taxi/Car Service/Public Transport, 06/18/19, Late car home after working on Sears related issues., NYC Taxi Cab	
06/19/19	Duplication - In House Photocopy - Robertson, Emony, NY, 784 page(s)	\$156.80
06/19/19	Duplication - In House Photocopy - Glackin, Patrick, NY, 1257 page(s)	\$251.40
06/19/19	Duplication - In House Photocopy - Levy, Sophia, NY, 800 page(s)	\$160.00
06/19/19	Local Transportation - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3422654306212002 DATE: 6/21/2019	\$13.55
	Overtime Taxi/Car Service/Public Transport, 06/19/19, Cab home after working late., Credit Mobile Technologies	
06/19/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800654 DATE: 6/20/2019 06/19/0019	\$56.62
06/19/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 6/19/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$213.42
06/19/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3146509 DATE: 6/23/2019 John Kane - Brooklyn Diner W 43rd St) - 6/19/2019	\$20.00
06/19/19	Local Transportation - Overtime VENDOR: JOHN P. KANE INVOICE#: 3454664907031704 DATE: 7/3/2019 Overtime Taxi/Car Service/Public Transport, 06/19/19, Working late taxi service, Uber	\$24.70
06/19/19	Travel - Ground Transportation VENDOR: NY BLACK CAR INVOICE#: 5017492 DATE: 6/28/2019 Vendor: Executive Royal Voucher #: RV1L6311BC Date: 06/19/2019 Name: Emony Robertson Car Service, Vendor: Executive Royal Voucher #: RV1L6311BC Date: 06/19/2019 Name: Emony Robertson	\$69.26
06/20/19	Travel - Ground Transportation VENDOR: SARA L. BRAUNER INVOICE#: 3422654306212002 DATE: 6/21/2019 Taxi/Car Service/Public Transport - non-overtime, 06/20/19, Car from home to court in White Plains for hearing., Uber	\$115.19
06/20/19	Travel - Ground Transportation VENDOR: SARA L. BRAUNER INVOICE#: 3422654306212002 DATE:	\$48.47

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06/20/19	6/21/2019 Taxi/Car Service/Public Transport - non-overtime, 06/20/19, Car from court in White Plains to office re: hearing., Uber Local Transportation - Overtime VENDOR: PATRICK J. GLACKIN INVOICE#: 3424437606212201 DATE: 6/21/2019	\$92.22
06/20/19	6/21/2019 Overtime Taxi/Car Service/Public Transport, 06/20/19, Car service home from the office. Worked late., Uber Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800654 DATE: 6/20/2019	\$260.76
06/20/19	06/20/0019 Computerized Legal Research - Westlaw - in contract 30% discount User: LATOV JEFFREY Date: 6/20/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$402.95
06/20/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 6/20/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
06/20/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: MAHKAMOVA SHIRIN; Charge Type: DOC ACCESS; Quantity: 8.0	\$532.78
06/20/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3146509 DATE: 6/23/2019 Jeff Jeffrey) Latov - Proper Food 6th Ave) - 6/20/2019	\$20.00
06/20/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3146509 DATE: 6/23/2019 John Kane - Dig Inn 275 Madison - 6/20/2019	\$20.00
06/20/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3434932607081403 DATE: 7/8/2019 Overtime Taxi/Car Service/Public Transport, 06/20/19, Late car home after working on Sears related issues., NYC Taxi Cab	\$31.55
06/21/19	Deposition VENDOR: LEXITAS INVOICE#: 100150 DATE: 6/21/2019 Court reporting services at a deposition	\$3,051.93
06/21/19	Computerized Legal Research - Westlaw - in contract 30% discount User: PARK DANIEL S Date: 6/21/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$1,173.77
06/21/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS	\$55.38

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06/21/19	ADVANCE; Employee: LATOV JEFFREY; Charge Type: ACCESS CHARGE; Quantity: 1.0 Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: LATOV JEFFREY; Charge Type: DOC ACCESS; Quantity: 6.0	\$8.40
06/21/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: LATOV JEFFREY; Charge Type: DOC ACCESS; Quantity: 1.0	\$66.60
06/21/19	Telephone - Long Distance VENDOR: ZACHARY D. LANIER INVOICE#: 3436321006262104 DATE: 6/26/2019 Court Calls, 06/21/19, Fees for telephonic hearing appearance in Sears., CourtCall	\$72.00
06/21/19	Courier Service/Messenger Service- Off Site VENDOR: FEDERAL EXPRESS CORP/FEDEX INVOICE#: 6-593-11411 DATE: 6/25/2019 TRACKING #: 788039550841; SHIP DATE: 06/21/2019; SENDER: David Zensky; NAME: David Zensky COMPANY: n a ADDRESS: 121 OVERLOOK CIR, NEW ROCHELLE, NY 10804 US;	\$0.00
06/21/19	Meals - Business VENDOR: SARA L. BRAUNER INVOICE#: 3436316506272105 DATE: 6/27/2019 Breakfast - non-overtime, 06/21/19, Breakfast for P. Dublin and S. Brauner prior to hearing in White Plains., The Ritz-Carlton Westchester, Sara Brauner, Phil Dublin	\$48.10
06/22/19	Computerized Legal Research - Westlaw - in contract 30% discount User: PARK DANIEL S Date: 6/22/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$426.83
06/23/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: LATOV JEFFREY; Charge Type: DOC ACCESS; Quantity: 1.0	\$68.68
06/24/19	Transcripts VENDOR: VERITEXT INVOICE#: NY3833630 DATE: 6/24/2019 Transcriber fee for transcript of June 20, 2019 hearing.	\$148.80
06/24/19	Local Transportation - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3436316506272105 DATE: 6/27/2019 Overtime Taxi/Car Service/Public Transport, 06/24/19, Cab home after working late., Manhattan Checker	\$17.15

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06/24/19	Management Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3151978 DATE: 6/30/2019 Jeff Jeffrey) Latov - Arno - 6/24/2019	\$20.00
06/24/19	Transcripts VENDOR: LEXITAS INVOICE#: 100243 DATE: 6/24/2019 Transcript - Testimony	\$2,303.97
06/25/19	Duplication - In House Photocopy - Collins, Russell, NY, 2082 page(s)	\$416.40
06/25/19	Meals - Overtime VENDOR: PATRICK J. GLACKIN INVOICE#: 3435808706262007 DATE: 6/26/2019 All Overtime Meals, 06/25/19, Dinner while working late., Sweetgreen, Patrick Glackin	\$17.15
06/25/19	Local Transportation - Overtime VENDOR: PATRICK J. GLACKIN INVOICE#: 3435808706262007 DATE: 6/26/2019 Overtime Taxi/Car Service/Public Transport, 06/25/19, Car service home from the office. Worked late., Uber	\$78.16
06/25/19	Local Transportation - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3436316506272105 DATE: 6/27/2019 Overtime Taxi/Car Service/Public Transport, 06/25/19, Cab home after working late., Byway Taxi Management Inc.	\$15.96
06/25/19	Transcripts VENDOR: US LEGAL SUPPORT (760523238) INVOICE#: 130110867 DATE: 6/25/2019 Exhibit and condensed transcript	\$1,138.05
06/25/19	Transcripts VENDOR: US LEGAL SUPPORT (760523238) INVOICE#: 130110859 DATE: 6/25/2019 Exhibit, Condensed Transcript	\$2,091.90
06/25/19	Computerized Legal Research - Westlaw - in contract 30% discount User: DUBLIN PHILIP Date: 6/25/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
06/25/19	Computerized Legal Research - Westlaw - in contract 30% discount User: GLACKIN PATRICK Date: 6/25/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$640.24
06/25/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 6/25/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$548.45
06/25/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS	\$171.33

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06/25/19	CHARGE; Quantity: 3.0 Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 21.0	\$30.43
06/25/19	Meals - Overtime VENDOR: SHIRIN MAHKAMOVA INVOICE#: 3439759807081403 DATE: 7/8/2019 All Overtime Meals, 06/25/19, Dinner re late night work., Whole Foods Market, Shirin Mahkamova	\$20.00
06/25/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3151978 DATE: 6/30/2019 Jeff Jeffrey) Latov - Croton Reservoir Tavern - 6/25/2019	\$20.00
06/25/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800655 DATE: 6/27/2019 06/25/0019	\$186.72
06/26/19	Duplication - In House Photocopy - Robertson, Emony, NY, 402 page(s)	\$80.40
06/26/19	Meals - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3436316506272105 DATE: 6/27/2019 All Overtime Meals, 06/26/19, Working dinner., Whole Foods Market, Sara Brauner	\$16.90
06/26/19	Local Transportation - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3436316506272105 DATE: 6/27/2019 Overtime Taxi/Car Service/Public Transport, 06/26/19, Cab home after working late., Uber	\$30.62
06/26/19	Local Transportation - Overtime VENDOR: PATRICK J. GLACKIN INVOICE#: 3442145606281707 DATE: 6/28/2019 Overtime Taxi/Car Service/Public Transport, 06/26/19, Car service home from the office. Worked late., Uber	\$106.31
06/26/19	Meals - Overtime VENDOR: PATRICK J. GLACKIN INVOICE#: 3442145606281707 DATE: 6/28/2019 All Overtime Meals, 06/26/19, Meal while working late., Sweetgreen, Patrick Glackin	\$13.61
06/26/19	Computerized Legal Research - Westlaw - in contract 30% discount User: DUBLIN PHILIP Date: 6/26/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$258.93
06/26/19	Computerized Legal Research - Westlaw - in contract 30% discount User: LAU ALEXANDER Date: 6/26/2019	\$606.66

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	AcctNumber: 1000193694 ConnectTime: 0.0	
06/26/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 6/26/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$320.12
06/26/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: LATOV JEFFREY; Charge Type: DOC ACCESS; Quantity: 1.0	\$68.68
06/26/19	Local Transportation - Overtime VENDOR: PHILIP C. DUBLIN INVOICE#: 3455460207031905 DATE: 7/3/2019 Overtime Taxi/Car Service/Public Transport, 06/26/19, Uber Car Service from Penn Station to home after Sears hearing, Uber Car Service	\$152.16
06/26/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3151978 DATE: 6/30/2019 Jeff Jeffrey) Latov - Brooklyn Diner W 43rd St) - 6/26/2019	\$20.00
06/26/19	Transcripts VENDOR: LEXITAS INVOICE#: 100572 DATE: 6/26/2019 Transcript - Testimony	\$1,101.82
06/27/19	Meals - Overtime VENDOR: PATRICK J. GLACKIN INVOICE#: 3442145606281707 DATE: 6/28/2019 All Overtime Meals, 06/27/19, Dinner while working late., Sweetgreen, Patrick Glackin	\$17.15
06/27/19	Computerized Legal Research - Westlaw - in contract 30% discount User: LAU ALEXANDER Date: 6/27/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$320.12
06/27/19	Local Transportation - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3453929107031905 DATE: 7/3/2019 Overtime Taxi/Car Service/Public Transport, 06/27/19, Car home after working late., Uber	\$32.55
06/27/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3151978 DATE: 6/30/2019 Jeff Jeffrey) Latov - Croton Reservoir Tavern - 6/27/2019	\$20.00
06/27/19	Meals - Overtime VENDOR: LIANG, CANDY INVOICE#: 3464153307091702 DATE: 7/9/2019 All Overtime Meals, 06/27/19, Overtime Meal in re Sears Holding Corp., 18- 23538, Me-Do, Candy Liang	\$20.00
06/27/19	Overtime - Admin Staff OT - Efiling;	\$136.00

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	Overtime for Candy Liang for transaction date 06/27/2019; Overtime - 1.5x; Client: 700502; Matter: 0001	
06/27/19	Overtime - Admin Staff OT - Efiling;	\$140.12
	Overtime for Candy Liang for transaction date 06/27/2019; Overtime - 1x; Client: 700502; Matter: 0001	
06/27/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800655 DATE: 6/27/2019	\$260.76
	06/27/0019	
06/28/19	Local Transportation - Overtime VENDOR: PATRICK J. GLACKIN INVOICE#: 3442145606281707 DATE: 6/28/2019	\$64.18
	Overtime Taxi/Car Service/Public Transport, 06/28/19, Car service home from the office. Worked late., Uber	
06/28/19	Duplication - In House Photocopy - Levy, Sophia, NY, 1190 page(s)	\$238.00
06/28/19	Duplication - In House Photocopy - Levy, Sophia, NY, 1050 page(s)	\$210.00
06/28/19	Computerized Legal Research - Westlaw - in contract 30% discount User: GLACKIN PATRICK Date: 6/28/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
06/28/19	Overtime - Admin Staff OT - Efiling (6/27 from 5pm - 1:30am, 6/28/19);	\$74.18
	Overtime for Candy Liang for transaction date 06/28/2019; Overtime - 1.5x; Client: 700502; Matter: 0001	
06/28/19	Color Copy REQUESTOR: R TIZRAVESH; DESCRIPTION: COLOR COPIES; QUANTITY: 104; DATE ORDERED: 6/28/19	\$104.00
06/29/19	Local Transportation - Overtime VENDOR: DEAN L. CHAPMAN INVOICE#: 3448312007012200 DATE: 7/1/2019	\$30.46
	Overtime Taxi/Car Service/Public Transport, 06/29/19, Overtime taxi, Uber	
06/29/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: CHAPMAN DEAN; Charge Type: DOC ACCESS; Quantity: 1.0	\$68.68
06/29/19	Travel - Ground Transportation VENDOR: JOSEPH L. SORKIN INVOICE#: 3438611307021907 DATE: 7/2/2019	\$14.68
	Taxi/Car Service/Public Transport - non-overtime, 06/29/19, Car to deposition, Uber	
06/29/19	Meals - Business VENDOR: JOSEPH L. SORKIN INVOICE#: 3438611307021907 DATE: 7/2/2019	\$7.73

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06/30/19	Breakfast - non-overtime, 06/29/19, Breakfast re: Sears deposition, 43 & 6th, Joseph Sorkin Local Transportation - Overtime VENDOR: DEAN L. CHAPMAN INVOICE#: 3448312007012200 DATE: 7/1/2019	\$54.56
06/30/19	Overtime Taxi/Car Service/Public Transport, 06/30/19, Overtime taxi, Uber Local Transportation - Overtime VENDOR: DEAN L. CHAPMAN INVOICE#: 3448312007012200 DATE: 7/1/2019	\$56.63
06/30/19	Overtime Taxi/Car Service/Public Transport, 06/30/19, Overtime taxi, Uber Duplication - Off Site VENDOR: L2 SERVICES, LLC INVOICE#: 2176 DATE: 6/30/2019	\$552.21
06/30/19	mini-books for Sophia Levy Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: LATOV JEFFREY; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$57.11
06/30/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: LATOV JEFFREY; Charge Type: DOC ACCESS; Quantity: 1.0	\$1.45
	Current Expenses	<u>\$30,640.02</u>
	Total Amount of This Invoice	\$1,353,081.02
	Prior Balance Due	<u>\$2,611,765.00</u>
	Total Balance Due Upon Receipt	<u><u>\$3,964,846.02</u></u>